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FILED

98 MAY 18 PM 1:01

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CAPITOL SERVICES d/b/a  
PARALEGAL & ATTORNEY SERVICE BUREAU, INC.

(Requestor's Name)

1406 Hays Street, Suite 2

(Address)

Tallahassee, FL 32301 (904) 656-3992

(City, State, Zip)

(Phone #)

OFFICE USE ONLY

400002526714--3

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\*\*\*\*\*70.00 \*\*\*\*\*70.00

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

EFFECTIVE DATE

4-15-98

1. Imageworks Technologies, Inc.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

☒ Walk in

☒ Pick up time 5/18

☐ Certified Copy

☐ Mail out

☐ Will wait

☒ Photocopy Stamped

☐ Certificate of Status

RECEIVED  
98 MAY 18 AM 10:54  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark

P. Hall  
MAY 18 1998

Examiner's Initials

**ARTICLES OF INCORPORATION  
OF  
IMAGEWORKS TECHNOLOGIES, INC.**

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TALLAHASSEE, FLORIDA

**ARTICLE I - NAME**

EFFECTIVE DATE  
4-15-98

The name of this corporation is Imageworks Technologies, Inc., a Florida Corporation.

**ARTICLE II - DURATION**

This corporation shall have perpetual existence and this existence shall commence on the date of execution and acknowledgment of these Articles.

**ARTICLE III - PURPOSES**

The general purposes for which this corporation is organized are:

1. To develop and market technology.
2. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation act or engage in any other trade or business which can, in the opinion of the Board of Directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business; and
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

#### **ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue 10,000 SHARES OF \$1.00 PAR VALUE COMMON STOCK which shall be designated "Common Stock".

#### **ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial principal office of this corporation is 108 Park Avenue South, in Winter Park, Florida 32789, and the name of the initial registered agent of this corporation is Kenneth R. Marchman, whose address is 227 West Park Avenue, Winter Park, Florida 32789.

#### **ARTICLE VI - INITIAL BOARD OF DIRECTORS**

This corporation shall have three directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than two. The name and address of the initial directors of this corporation are:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
Royce Powell	8637 Pisa Drive, Orlando, FL 32725
Jeremy A. Seale	1550 W. April Avenue, Deltona, FL 32725
Cheryl Hui Wang	8637 Pisa Drive, Orlando, FL 32725

#### **ARTICLE VII - INCORPORATOR**

The name and address of the persons signing these Articles are the Incorporators, Royce Powell, whose address is 8637 Pisa Drive, Orlando, FL 32725 and Jeremy A. Seale, whose address is 1550 W. April Avenue, Deltona, FL 32725

#### **ARTICLE VIII - ACTION BY DIRECTORS WITHOUT A MEETING**

The Stockholders and Directors of this corporation may take action by written

consent as provided by law.

#### **ARTICLE IX - PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### **ARTICLE X - CUMULATIVE VOTING**

At each election for directors, every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principal among any number of such candidates.

#### **ARTICLE XI - AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

**IN WITNESS WHEREOF**, the undersigned Incorporator and Registered Agent have executed these Articles of Incorporation this the 15th day of May, 1998.

  
\_\_\_\_\_  
ROYCE POWELL, Incorporator

  
\_\_\_\_\_  
JEREMY A. SEALE, Incorporator

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STATE OF FLORIDA     )  
                                  )  
COUNTY OF ORANGE    )

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**BEFORE ME**, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared ROYCE POWELL and JEREMY A. SEALE, known to me and known by me to be the persons who executed the foregoing Articles of Incorporation and they acknowledged before me that they executed those Articles of Incorporation.

**IN WITNESS WHEREOF**, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this the 15th day of May, 1998.

  
\_\_\_\_\_  
**NOTARY PUBLIC**

My Commission Expires:



**ACCEPTANCE**

**I HEREBY CERTIFY** that I am an attorney licensed to practice law in the State of Florida and I hereby accept the foregoing designation as Registered Agent.

  
\_\_\_\_\_  
KENNETH R. MARCHMAN, ESQUIRE  
Registered Agent