

TRANSMITTAL LETTER

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 16 AM 9:10

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-07/16/98--01029--004
***131.25 ***131.25

SUBJECT: THE GEOWORLD COMPANY
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☒ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: GERARDO BETANCOURT
Name (Printed or typed)

8013 DUNSTABLE CIRCU
Address

ORLANDO, FLORIDA 32817
City, State & Zip

(407) 679-1850
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION
OF
THE GEEWORLD COMPANY**

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The undersigned incorporator, for the purpose of forming a corporation under the Florida Business corporation Act, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation shall be THE GEEWORLD COMPANY.

Article II

The principal place of business and mailing address of the corporation is

8013 Dunstable Circle
Orlando, Florida 32817-1254

but the corporation may however establish branch offices, agencies or other offices in Florida, or any other state or United States territory.

Article III

The capital stock of the corporation shall consists of 100 shares of Common Stock of the par value of \$100.00 per share. The minimum amount of capital with which the corporation will commence business is \$1,000.00, which may be represented by cash or property.

Article IV

The name and Florida street address of the initial registered agent are:

Gerardo Betancourt
8013 Dunstable Circle
Orlando, Florida 32817-1254

Article V

The name and address of the incorporator to these Articles of Incorporation are:

Gerardo Betancourt
8013 Dunstable Circle
Orlando, Florida 32817-1254

Article VI

The duration of the corporation shall be Perpetual.

Article VII

The nature of the business of the corporation, and the objects or purposes to be transacted, promoted or carried on is to create a principal corporation that may generate subsidiary corporations and/or businesses in order to

(A) conceive, develop, manufacture, publish, trade, purchase, and/or market artwork, literature, music, movies, and clothing; (B) conceive, develop, manufacture, trade, purchase and/or market computer software and hardware, communication systems, and transportation systems; (C) conceive, design, develop, operate, and/or market entertainment and/or tourism industries;

and its direct and/or indirect derivatives, and to purchase or otherwise acquire for investment property of every kind and description whatsoever, including real property and options and contracts for the purchase, or improvement thereof or otherwise relating thereto, and securities and other kinds of personal property; to manage, improve, develop and turn to account any real property which the corporation may own or have an option to acquire or in which it may have any other interest by laying out subdividing and preparing the subject of any contract to which the corporation may be a party; and to lease, mortgage, turn to account and otherwise deal in and with any such real property; provided, however, that the corporation shall not be authorized, as respects real property located within the State of Florida, to conduct the business of buying and selling real estate, and shall in all other respects be subject to the provisions of the laws the State of Florida.

Subject to the limitation referred to in paragraph one of this Article Seventh, to purchase, lease or otherwise acquire, to hold, own, use, develop, maintain, manage and operate, and to sell, transfer, lease, assign, convey, exchange or otherwise turn to account or dispose of, and otherwise deal in and with such real property, whether located within the State of Florida or elsewhere, as may be necessary or convenient in connection with the business of the corporation, and personal property, tangible or intangible, without limitation.

To make, manufacture, produce, prepare, process, purchase or otherwise acquire, and to hold, own, use, sell, import, export, dispose of or otherwise trade or deal in and with, machines, machinery, appliances, apparatus, goods, wares, products and merchandise of every kind, nature and description, and in general to engage or participate in any construction or other business of any kind or character whatsoever, whether or not related to, conducive to, incidental to, or in way connected with the above business.

To acquire and undertake all or any part of the business assets and liabilities of any person, firm, association or corporation on such terms and conditions as may be agreed upon, and to pay for the same in cash, property or securities of the corporation, or otherwise, and to conduct the whole or any part of any business thus acquired, subject only to the provisions of the laws of the State of Florida.

To purchase, lease, construct or otherwise acquire, and to hold, own, use, maintain, manage and operate, buildings, factories, plants, laboratories, installations, equipment, machinery, pipe lines, rolling stock, and other structures, facilities and apparatus of every kind and description, used or useful in the conduct of the and to hold, own, use, maintain, manage and operate dwelling houses and other buildings at or near the place of business of the corporation for the purposes of furnishing housing and other convenience to employees of the corporation, and others.

To enter into, make, perform and carry out contracts of every kind and description, not prohibited by law, with any person, firm, association, corporation, or governmental body; and to guarantee the contracts or obligations, and the payment of interest or dividends on securities of any other person, firm, association, corroboration or governmental body; to lend its accumulated funds from time to

time to whom, and on such terms as the Board of Directors of the corporation may determine, to borrow money for any of the purposes of the corporation, from time to time, without amount limitation and, on such terms and conditions as the Board of Directors of the corporation may determine; to merge into, merge into itself or consolidate with, and to enter into agreement and cooperative relations, not contrary to law, with any person, firm, association or corporation.

To purchase, or otherwise acquire and to hold, cancel, reissue, sell, exchange, transfer or otherwise deal in its own securities as may be permitted by the laws of the State of Florida; shares of its own capital stock so purchased or held shall not be voted and shall not be entitled to dividends during such period as held by the corporation.

To such extent as a corporation organized under the laws of the State of Florida may now or in the future lawfully do, to do, either as principal or agent and either alone or through subsidiaries or in connection with other persons, firms, associations corporations, all and everything necessary, suitable, convenient or proper for, or in connection with, or incident to, the accomplishment of any of the purposes or the attainment of any one or more of the objects herein enumerated, or designed directly or indirectly to promote the interests of the corporation or to enhance the value of its properties; and in general, to do any and all things, exercise any and all powers, rights, and privileges which a corporation may now or in the future, be organized to do or to exercise under the laws of the State of Florida.

The foregoing provisions shall be understood as general objects, purposes and powers, and shall not be held as a limitation permitted by law.

The corporation is to be carried on for pecuniary profit.

Article VIII

The management of the business and the conduct of the affairs of the corporation shall be the responsibility of its Board of Directors. The number of Directors, none of which need be a stockholder, shall be fixed by or in the manner provided in the Bylaws, but in no case there shall be less than three directors. Meetings of the Board of Directors may be held within or outside of the State of Florida, and shall be specified in the respective notices thereof.

The Board of Directors shall make, alter and repeal the Bylaws of the corporation, subject to the power of the stockholders to alter or repeal the Bylaws made by the Board of Directors. The power and authorizations of the Board of Directors in addition to those conferred by the laws of the State of Florida and subject at all times to the provisions thereof, shall be set forth in the Bylaws of the corporation.

Article IX

The corporation reserves the right to amend, alter or repeal any of the provisions of this certificate of Incorporation to the extent, and in the manner prescribed by the laws of the State of Florida.

Article X

Restriction on Right of Transfer: A Stockholder desiring to sell his stock shall file notice in writing of his intention with the Secretary of the corporation stating the terms of sale. The corporation shall have the exclusive right and option to purchase said shares at a price equal to the terms of sale! within thirty (30) days after such offer is filed with the Secretary. If the corporation fails to exercise the right to purchase, the stockholders may within thirty (30) days purchase the same on a pro rata basis. In the event any share holder does not exercise the right to purchase his portion of said shares, the remaining shareholders may do so on a pro rata basis. After the expiration of the above terms

the shareholder shall be free to transfer, alienate, or otherwise dispose of such shares without any restriction whatsoever.

Garard Peterson

JULY 4, 1998

Signature of Incorporator

Date

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Garard Peterson

JULY 4, 1998

Signature of Registered Agent

Date

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