

PA99000009539

TRANSMITTAL LETTER

FILED

99 JAN 28 AM 10:34

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

900002757229--7
-01/28/99--01052--013
****122.50 *****78.75

SUBJECT: THE MIND FACTORY, INC.
(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: DEBORAH J. NORTON
Name (Printed or typed)

8243 SANDBERRY BOULEVARD
Address

ORLANDO, FLORIDA 32819
City, State & Zip

(407) 352-4598 523-470
Daytime Telephone number

P Hall

FEB 7 1999

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

ARTICLES OF INCORPORATION
OF
THE MIND FACTORY, INC.

FILED
99 JAN 28 AM 10:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of this Corporation pursuant to Chapter 607 of the Florida Statutes, hereby forms a corporation for profit under the laws of the State of Florida and adopts the following Articles of Incorporation for such Corporation:

ARTICLE I - NAME OF CORPORATION

The name of this Corporation shall be:

"The Mind Factory, Inc."

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of this Corporation shall be located at:

8243 Sandberry Boulevard
Orlando, Florida 32819.

The mailing address of the Corporation shall be:

8243 Sandberry Boulevard
Orlando, Florida 32819.

ARTICLE III - PURPOSE

The general purpose for which this Corporation is organized shall be to conduct and transact any and all lawful business authorized or not prohibited by Chapter 607 of the Florida Statutes, as the same may be from time to time amended.

ARTICLE IV - TERM OF EXISTENCE

This Corporation shall exist perpetually.

ARTICLE V - CAPITAL STOCK

The maximum number of shares of capital stock that this Corporation is authorized to issue and have outstanding at any one time is 10,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE VI - TELEPHONE CONFERENCE

Members of the Board of Directors or of any Executive Committee thereof shall be deemed present at a meeting of such Board or Committee if a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other at the same time is used.

ARTICLE VIII - INITIAL REGISTERED OFFICE

AND REGISTERED AGENT

The initial street address of the registered office of this Corporation in the State of Florida shall be:

8243 Sandberry Boulevard
Orlando, Florida 32819

The Board of Directors may from time to time move the registered office to any other address in Florida. The name of the initial registered agent of this Corporation at that address is Deborah J. Norton. The Board of Directors may from time to time designate a new registered agent.

ARTICLE VIII - INCORPORATOR

The Name and address of the incorporator of this Corporation is:

Name

Address

Deborah J. Norton

8243 Sandberry Boulevard
Orlando, Florida 32819

ARTICLE IX - INITIAL BOARD OF DIRECTORS

- A. The initial number of directors of this Corporation shall be one (1).
- B. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of this corporation, but shall never be less than one (1).
- C. The name and address of the initial member of the Board of Directors, who shall hold office for the first year of existence of this Corporation or until her successor is elected or appointed and has qualified, is:

Name

Address

Ms. Deborah J. Norton

8243 Sandberry Boulevard
Orlando, Florida 32819

ARTICLE X - AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by the Board of Directors to the stockholders and approved either at the stockholders' meeting by the affirmative vote of the holders of a majority of the shares entitled to vote thereon or by written consent of all stockholders.

ARTICLE XI - BYLAWS

FILED
99 JAN 28 AM 10:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The initial Bylaws of the corporation shall be adopted by a unanimous vote of the Board of Directors of the Corporation. Thereafter, the Bylaws of the Corporation may be amended, modified, or repealed as provided by the Bylaws.

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Orlando, Orange County, Florida on this 22nd day of November 1998.

Deborah Norton

Deborah J. Norton, President

Having been named as registered agent for the above mentioned Corporation, at the place designated in the foregoing Articles of Incorporation, I hereby accept such designation and agree to act in such capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent. I am familiar with, and accept the duties and obligations of Section 607.0505 of the Florida Statutes.

Signature: Deborah Norton

Deborah J. Norton, President
President
8243 Sandberry Boulevard
Orlando, FL 32819

Date: 22 November '98