

P99000109182

TRANSMITTAL LETTER

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

SUBJECT: VERNEX, INC.
(Proposed corporate name - must include suffix)

700003070997--9
-12/15/99--01049--023
*****78.75 *****78.75

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: Law Office of Chie-Young Chyung
Name (Printed or typed)

1550 Madruga Avenue, Suite 415
Address

Coral Gables, FL 33146-3019
City, State & Zip

305-665-1961
Daytime Telephone number

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 DEC 15 PM 2:58

FILED

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

† BROWN DEC 17 1999



**ARTICLES OF INCORPORATION
OF
VERNEX, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporator to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I
NAME**

The name of the corporation shall be VERNEX, INC.

**Article II
DURATION**

The term of existence of the corporation shall be perpetual.

**Article III
PURPOSES**

The purposes of the corporation shall be to import and export, as well as to distribute and manufacture, electronics and other merchandises, and to engage in any and all other lawful businesses for which a corporation may be incorporated under F.S. chapter 607.

**Article IV
SHARES**

The corporation shall have authority to issue one thousand shares of common stocks with par value of one dollar for each share. The board of directors shall decide the number of shares to be issued, the consideration for each share, time and manner of issuance. The capital stock may be paid for in money, property, labor or services, at just valuation to be fixed by the Incorporator or by the Directors at a meeting called for such purpose.

The transfer of the corporation's shares may be restricted or conditioned by the terms of the shareholder's agreement or bylaws, if there is any.

**Article V
POWERS**

The corporation shall have power to sue and capacity to be sued, to complain and defend in its corporate name in all actions or proceedings; to have a corporate seal and use it; to purchase, take, receive, lease or otherwise deal in and with real or personal property or interest therein; to sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets; to lend money to, and use its credit to assist, its officers and employees in accordance with F.S. section 607.0833; to make contracts and guarantees and incur liabilities, borrow money, issue notes and other obligations; to have and exercise all powers necessary or convenient to effect its purposes.

**Article VI
PRINCIPAL OFFICE**

The address of the initial principal office of the corporation shall be:
11030 S. W. 69th Avenue
Miami, Florida 33156

The corporation may from time to time move its principal office as may be necessary or convenient at the determination of its board of directors.

**Article VII
INITIAL REGISTERED AGENT AND REGISTERED OFFICE**

The name of the initial registered agent and the address of the initial registered office for the corporation is:

Name	Address
Myung K. Moon	8786 N. W. 18 th Terrace Miami, FL 33172

**Article VIII
INCORPORATOR**

The name and address of the incorporator is:

Name	Address
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Myung K. Moon

11030 S. W. 69th Avenue
Miami, FL 33156

Article IX
INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial board of directors shall be two (2). The number of directors may be changed by the bylaws of the corporation, but shall not be more than five. A director needs not be a stockholder. The names and addresses of the initial directors who shall hold office until the organization meeting of this corporation or until the successors are elected and have qualified are:

Name	Address
Jin Won Moon	11030 S. W. 69 th Avenue Miami, FL 33156
Myung K. Moon	11030 S. W. 69 th Avenue Miami, FL 33156

Article X
OFFICERS

The corporation shall have one president, one treasurer, and one secretary. Vice-president may be appointed under the bylaws. The secretary shall also act as a secretary to the board of directors and a secretary to the shareholders meeting. Any one person may assume more than one of aforementioned offices. The board of directors shall elect corporate officers.

The initial officers of the corporation, however, shall be:

OFFICE	NAME OF THE OFFICER
President	Jin Won Moon
Treasurer	Myung K. Moon
Secretary	Myung K. Moon

Article XI
AMENDMENT

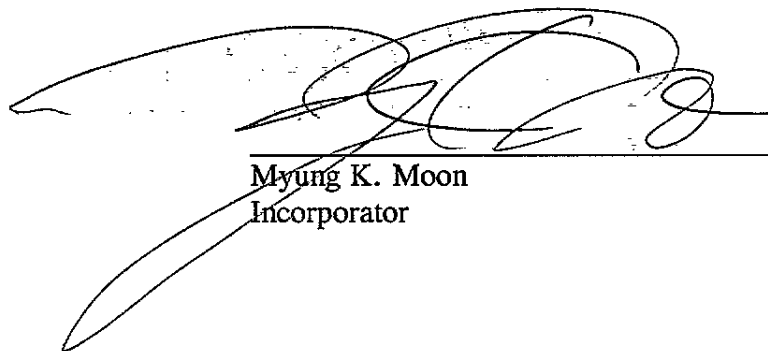
This Articles of Incorporation shall be amended by majority vote of the board of

directors and affirmative vote in favor of the amendment by the majority of shareholders. However, above procedure may be excepted if all of the directors and all of the shareholders of the corporation eligible to vote sign a written statement manifesting their intention that an amendment to the articles of incorporation be adopted without ordinary process of meetings, then the amendment shall thereby adopted as though above procedures have been satisfied.

Article XII BYLAWS

The board of directors shall have power to adopt, amend and repeal bylaws of the corporation. Bylaws shall provide, inter alia, number and manner of election of directors, quorum and notice requirement for the board meetings and shareholder's meetings.

IN WITNESS WHEREOF, the undersigned have made, subscribed and acknowledged these Articles of Incorporation, this 7th day of December, 1999.



Myung K. Moon
Incorporator

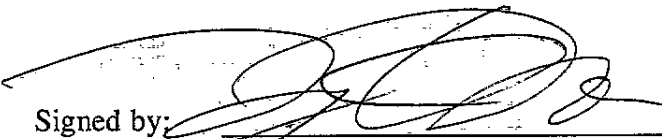
**ACCEPTANCE OF THE APPOINTMENT OF
REGISTERED AGENT AND DECLARATION OF
REGISTERED OFFICE UPON WHICH
SERVICE OF PROCESS MAY BE SERVED**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with Chapter 48.091 of the Florida Statutes, and having been designated a registered agent of VERNEX, INC. on whom service of process may be served, and being familiar with the obligations of the registered agent, I HEREBY ACCEPT the designation and obligations of registered agent and agree to act in this capacity.

Registered office is located at :

8786 N. W. 18th Terrace
Miami, FL 33172

Signed by: 

Myung K. Moon
Registered Agent designee

Dated: 

Dec. 7, 1999