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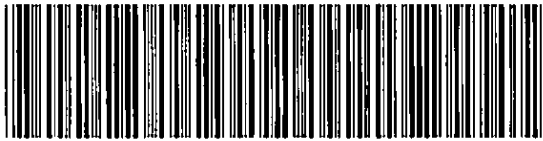
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**ARTICLES OF INCORPORATION
OF
VISIONWORLDX, INC.**

The undersigned, acting as incorporator of VISIONWORLDX, INC. under the Florida Business Corporation Act (the "Act"), hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation is VISIONWORLDX, INC. (the "Corporation").

ARTICLE II - ADDRESS

The street address of the principal office and the mailing address of the Corporation are:

111 S. Monroe Street, Suite #3
Tallahassee, Florida 32301

ARTICLE III - PURPOSE

The Corporation is organized for the purpose of performing lawful business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV - DURATION AND EXISTENCE; EFFECTIVE DATE

The Corporation will exist perpetually. These Articles of Incorporation shall be effective as of the date of filing of these Articles of Incorporation with the Secretary of State of the State of Florida.

ARTICLE V - AUTHORIZED SHARES

The maximum number of shares the Corporation is authorized to issue is 2,000,000 shares of capital stock, consisting of (a) 1,000,000 shares of voting common stock having a par value of \$.01 per share (the "Voting Common Stock") and (b) 1,000,000 shares of non-voting common stock having a par value of \$.01 per share (the "Non-Voting Common Stock"). Exhibit A to these Articles of Incorporation contains the designations and the powers, privileges and rights, and the qualifications, limitations or restrictions of each class of capital stock of the Corporation. Exhibit A is incorporated herein by reference and thereby made a part of these Articles of Incorporation.

ARTICLE VI - REGISTERED OFFICE AND AGENT

The Corporation hereby (i) designates 728 E. 6th Avenue, Tallahassee, Florida 32303 as the street address of the Corporation's registered office, and (ii) names R. Vincent Russo, PA as the Corporation's registered agent at that address to accept service of process within the State of Florida.

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ARTICLE VII - BOARD OF DIRECTORS

The number of directors may be increased or decreased from time to time, as provided in the Corporation's bylaws, but shall never be less than one (1).

ARTICLE VIII - INCORPORATOR

The name and street address of the incorporator are:

<u>Name</u>	<u>Address</u>
Sixtus Kuudaar	3025 South Adams Street, Apt. #325 Tallahassee, Florida 32301

ARTICLE IX - INDEMNIFICATION

(a) The Corporation shall indemnify any person who is or was a party to any proceeding by reason of the fact that such person is or was a director or officer of the Corporation or its subsidiaries, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as a director or officer of the Corporation or its subsidiaries. To the fullest extent not prohibited by law, the Corporation shall advance indemnification expenses for actions taken in the capacity of such person as an officer or director within twenty (20) days after receipt by the Corporation of (1) a written statement requesting such advance, (2) evidence of the expenses incurred, and (3) a written statement by or on behalf of such person agreeing to repay the advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expenses.

(b) The Corporation by action of its board of directors, in its sole discretion, may indemnify any person who is or was a party to any proceeding by reason of the fact that such person is or was an employee or agent of the Corporation or its subsidiaries, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as an employee or agent of the Corporation or its subsidiaries. The Corporation by action of its board of directors, in its sole discretion, may advance indemnification expenses for actions taken in the capacity of such person as an employee or agent after receipt by the Corporation of (1) a written statement requesting such advance, (2) evidence of the expenses incurred, and (3) a written statement by or on behalf of such person agreeing to repay the advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expenses. Absent specific action by the board of directors, the authority granted to the board of directors in this paragraph (b) shall create no rights in the persons eligible for indemnification or advancement of expenses and shall create no obligations of the Corporation relating thereto.

ARTICLE X – JURISDICTION AND VENUE

Unless the Corporation consents in writing to the selection of an alternative forum or a federal court assumes exclusive jurisdiction, the federal and state courts sitting in the State of Florida shall be the sole and exclusive fora for (a) any derivative action or proceeding brought on behalf of the Corporation, (b) any action asserting a claim of breach of a fiduciary duty owed by any director, officer or other employee of the Corporation to the Corporation or to its shareholders, (c) any action asserting a claim arising pursuant to any provision contained in the Act, these

Articles of Incorporation or the Corporation's bylaws, or (iv) any action asserting a claim governed by the internal affairs doctrine. Any person or entity purchasing or otherwise acquiring any interest in shares of capital stock of the Corporation shall be deemed to have notice of and consented to the provisions of this Article X.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation.



SIXTUS KUUDAAR, Incorporator

EXHIBIT A

Designations of Capital Stock

COMMON STOCK

1. **Voting.**

The holders of the Voting Common Stock are entitled to one vote for each share of Voting Common Stock held at all meetings of stockholders (and written actions in lieu of meetings). There shall be no cumulative voting. The number of authorized shares of Voting and/or Non-Voting Common Stock may be increased or decreased (but not below the number of shares thereof then outstanding) by the affirmative vote of the holders of shares of Voting Common Stock of the Corporation representing a majority thereof, irrespective of the provisions of the Act.

2. **Non-Voting.**

The holders of the Non-Voting Common Stock shall not be entitled to vote on matters put forth for determination with respect to the Corporation except as otherwise required by law nor shall holders of Non-Voting Common Stock be entitled to participate in the management of the Corporation unless elected by the holders of Voting Common Stock or appointed by the Corporation's Board of Directors.

3. **Liquidation, Dissolution or Winding Up.**

Payments to Holders of Common Stock. In the event of any voluntary or involuntary liquidation, dissolution or winding up of the Corporation, the assets of the Corporation available for distribution to its stockholders or shall be distributed among the holders of shares of Voting Common Stock and Non-Voting Common Stock, pro rata based on the number of shares held by each such holder.

ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby agrees to act as registered agent for the Corporation named above, to accept service of process at the place designated in these Articles of Incorporation, and to comply with the provisions of the Florida Business Corporation Act, and hereby acknowledges that it is familiar with, and accepts the obligations of such position.

Dated: November 22, 2022

R. VINCENT RUSSO, PA



By: _____

R. VINCENT RUSSO, Director

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