

P97000022941

Chapter Number Only

3/07/97

Esther.

Carlos TRIAY

Register's Name

999 Ponce de Leon Blvd

Address

Coral Gables FL 33134 #1110

City

State

ZIP

Phone

446-4988B

VALIDATION ONLY

RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 MAR 13 PM 2:13

03/10/97 10:05-011
****122.50 ****122.50

CORPORATION(S) NAME

B & G Consulting, Inc.

☒ Profit
☐ NonProfit

☐ Amendment

☐ Merger

☐ Foreign

☐ Dissolution

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of Registered Agent

☒ Certified Copy

☐ Photo Copies

☐ Certificate Under Seal

☐ Call When Ready

☐ Call If Problem

☐ After 4:30

☒ Walk In

☐ Will Wait

☒ Pick Up

☐ Mail Out

Name

Availability

Document

Examiner

Updater

Verifier

Acknowledgment

W.P. Verifier

W97-5528
CERTIFIED COPY

New Name
B. REGISTER MAR 13 1997

CR2E031 (R8-85)

RECEIVED
97 MAR 10 AM 10:42
DIVISION OF CORPORATION
Empire Toll Free: 1-800-432-3028



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

March 10, 1997

EMPIRE

TALLAHASSEE, FL 32302

SUBJECT: B & G CONSULTING, INC.
Ref. Number: W97000005528

We have received your document for B & G CONSULTING, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6928.

Agnes Lunt
Corporate Specialist

Letter Number: 497A00012044

57
MAR 11 1997
TALLAHASSEE, FL

FILED

ARTICLES OF INCORPORATION
OF
C.B.G & B CONSULTING, INC.

97 MAR 13 PM 2:13

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporators of a Corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation for such Corporation:

1. The name of the Corporation is: C.B.G & B CONSULTING, INC.

2. The period of duration of the Corporation is perpetual.

3. The Corporation is created for the purpose of engaging in any and all things allowed and permitted to be done under the statutes of the State of Florida, and to do any and all of the things hereinafter mentioned as fully and to the same extent as natural persons might or could do, to wit:

(a) Generally, to make and perform contract of any kind and description, and for the purpose of attaining any of the objects of the Corporation, to do and perform any other acts or things, and to exercise any and all powers which a co-partnership or natural person could do and exercise and which are now, or hereafter may be authorized by law, and generally do and perform any and all things necessary or incidental to the performing or carrying out of the powers hereinabove specifically delegated or implied.

4. AUTHORIZED SHARES:

NUMBER. The aggregate number of shares that the Corporation shall have the authority to issue is SEVEN THOUSAND FIVE HUNDRED (7,500) SHARES of Capital Stock with a par value of One Dollar (\$1.00) per share.

INITIAL ISSUE. One Hundred (100) shares of the Capital Stock of the Corporation shall be issued for cash at a par value of One Dollar (\$1.00) per share.

DIVIDENDS. The Holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Shareholders, dividends payable either in cash, in property, or in shares of the capital stock of the Corporation.

5. The initial street address in Florida of the Initial Principal Office of the Corporation is:

999 Ponce de Leon Blvd.
Suite 1110
Coral Gables, FL 33134

The name of the initial registered agent is:

CARLOS A. TRIAY

Whose registered office is located at:

999 Ponce de Leon Blvd.
Suite 1110
Coral Gables, FL 33134

The undersigned agrees to act as the registered agent for the Corporation for service of process pursuant to applicable Florida Statutes.


CARLOS A. TRIAY

6. The corporation shall have no directors. The business of the corporation shall be managed by the stockholders of the corporation in accordance with the Florida Statutes.

7. INITIAL OFFICERS: The Initial Officers of the Corporation are:

PRESIDENT:

GUILLERMO CANCIO BELLO
999 Ponce de Leon Blvd.
Suite 1110
Coral Gables, FL 33134

VICE-PRESIDENT, TREASURER and SECRETARY:

BETHANY ANN CANCIO BELLO
999 Ponce de Leon Blvd.
Suite 1110
Coral Gables, FL 33134

8. The names and addresses of the Initial Incorporators and subscribers are as follows:

GUILLERMO CANCIO BELLO
999 Ponce de Leon Blvd.
Suite 1110
Coral Gables, FL 33134

9. The stockholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a stockholders meeting, with not less than a unanimous vote of the common stock.

10. The stockholders shall at the first meeting called for that purpose, adopt By-Laws not inconsistent with these Articles and which shall be for the government of the Corporation and subordinate to these Articles of Incorporation and the laws of the State of Florida and the United States.

IN WITNESS WHEREOF, THE UNDERSIGNED has made and subscribed to these Articles of Incorporation at Miami, Florida, on the 3 day of March, 1997.

Guillermo Cancio Bello
GUILLERMO CANCIO BELLO

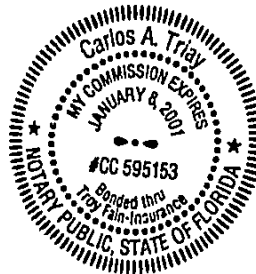
STATE OF FLORIDA
COUNTY OF DADE

BEFORE ME, the undersigned authority, appeared GUILLERMO CANCIO BELLO who is (are) to me known to be the person(s) described in and who subscribed to the above Articles of Incorporation, and (s)he did freely and voluntarily acknowledge before me according to law that (s)he made and subscribed the same for the purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I (we) have hereunto set my (our) hands and my (our) official seal(s), at Coral Gables, Florida, in the said County and State, this 5 day of March, 1997.

[Signature]
NOTARY PUBLIC

My commission expires:



CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 607.34 Florida Statutes, the following
is submitted, in compliance with said Act:

C.B.G & B CONSULTING, INC.

First-That, , desiring to organize under
the laws of the State of Florida with its principal office, as
indicated in the articles of incorporation at City of Miami, County
of Dade, State of Florida, has named **CARLOS A. TRIAY**, located at
999 Ponce de Leon Blvd., Suite 1110, Coral Gables, County of Dade,
State of Florida, as its agent to accept service of process within
this state.

ACKNOWLEDGEMENT

(Must be signed by designated agent)

Having been named to accept service of process for the above
stated corporation, at place designated in this certificate. I
hereby accept to act in this capacity, and agree to comply with the
provision of said Act relative to keeping open said office.

By: 

Signature of Registered Agent

CRA

FILED
97 MAR 13 PM 2:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA