

**P000000019348**

**Florida Department of State  
Division of Corporations  
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**To:**  
Division of Corporations  
Fax Number : (850)922-4001

**From:**  
Account Name : EMPIRE CORPORATE. KLT. COMPANY  
Account Number : 072450003255  
Phone : (305)541-3694  
Fax Number : (305)541-3770

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**FLORIDA PROFIT CORPORATION OR P.A.  
NEW PROFESSIONAL CONSULTANTS OF MIAMI, INC.**

|                       |         |
|-----------------------|---------|
| Certificate of Status | 0       |
| Certified Copy        | 1       |
| Page Count            | 05      |
| Estimated Charge      | \$78.75 |

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ARTICLES OF INCORPORATION

NEW PROFESSIONAL CONSULTANTS OF MIAMI, INC.

ARTICLE I  
NAME

The name of corporation is:

NEW PROFESSIONAL CONSULTANTS OF MIAMI, INC.

ARTICLE II  
PRINCIPAL OFFICE

The mailing address of this corporation is:

1890 SW 57 Ave. Suite 107  
MIAMI, FL, 33155

ARTICLE III  
PURPOSE

The corporation is organized for the transaction  
Of any and all lawful business for which a corporation may be  
Incorporated under the laws of the state of Florida.

ARTICLE IV  
CAPITAL STOCK

The capital stock authorized the par value thereof  
And the characteristic of such stock shall be as follow:

Number of Share Authorized Par Value/ Share Class of Stock

|     |        |        |
|-----|--------|--------|
| 100 | \$1.00 | Common |
|-----|--------|--------|

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TALLAHASSEE, FLORIDA

This instrument was prepared by:  
Ana Rodriguez, Accountant  
1890SW 57 Ave. Suite 107  
Miami, Fl 33155 (305) 267-1926

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**ARTICLE V  
TERM OF EXISTENCE**

This corporation is to exist perpetually from the date  
These article are subscribed to the provisions of the Florida Statutes  
Section 607.167.

**ARTICLE VI  
DIRECTORS**

The corporation shall have one (1) director initially. The number of directors may be  
changed from time to time in accordance with the bylaws adopted by  
director, but the number shall never be less than one (1) The name and street address  
of the initial directors of the corporation are :

NELSON MOYA, JR.  
1890 SW 57 AVE.  
Suite 107  
MIAMI, FL, 33155

**ARTICLE VII  
INCORPORATOR**

The name and street address of the Incorporator is

NELSON M. MOYA SENIOR  
62 MATADOR LANE  
DAVIE, FL, 33324

NELSON MOYA  
1890 SW 57 Ave. Suite 107  
MIAMI, FL, 33155

**ARTICLE VIII  
PREEMPTIVE RIGHT**

Every shareholder, upon the sale for cash of any new  
Stock of this corporation of the same kind, class or series as that  
which he already holds, shall have the right to purchase his pro rata  
share thereof ( as nearly as may be done without issuance of fractional  
share) at the price at which it is offered to others.

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**ARTICLE IX  
CUMULATIVE VOTING**

At each election for directors, cumulative voting as set forth in Florida Statutes Section 607.097 (4) shall be allowed, provided ten (10) days' notice in writing be given the secretary of the company by the shareholders desiring cumulative voting.

**ARTICLE X  
INDEMNIFICATION**

This Corporation shall indemnify and may advance expenses on behalf of its officers and directors to the fullest extent not prohibited by any law in existence either now or hereafter.

**ARTICLE XI  
INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and address of the initial registered agent is : NELSON MOYA JR.  
1890 SW 57 AVE. SUITE 107, MIAMI, FL, 33155  
pursuant to the Florida Statutes Section 607.0505. The registered agent shall also  
serve as resident agent pursuant to the  
Florida Statutes Section 48.091.

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ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process the above stated corporation at the place Designated at Article VI, I hereby accept appointment and agree to comply with the Provisions and all statutes relating to the proper and complete performance of my Duties, and I am familiar and have accepted the obligation of my position as provided In Florida Section 607.0505.

*[Handwritten Signature]*

Registered Agent

IN WITNESS WHEREOF, the undersigned, being the Incorporate name above for the Purpose of forming a cooperation pursuant to the Florida Business Corporation pursuant To Florida has signed these Articles of Incorporation this 22 day of February, 2000.

*[Handwritten Signature]*

INCORPORATOR

STATE OF FLORIDA )  
                                  ) SS:  
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledge before me this day February 22 2000, by \_\_\_\_\_ personally know to me or who produced the following identification Fl Drivers Lic.

My commission expires:

*[Handwritten Signature]*

Notary Public for State of Florida at Large

ANA RODRIGUEZ

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ANA J RODRIGUEZ  
My Commission C0745790  
Expires June 7, 2002

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