Other

Examiner's Initials

#### ARTICLES OF INCORPORATION

**OF** 

### PREMIER CORPORATE SOLUTIONS, INC.



#### ARTICLE I - NAME

The name of this corporation is PREMIER CORPORATE SOLUTIONS, INC.

### ARTICLE II - DURATION

This corporation shall have perpetual existence commencing at the time of filing of the Articles of Incorporation with the Department of State.

### ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

### ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 of common stock at \$5.00

# ARTICLE V - RIGHTS UPON LIQUIDATION OR DISSOLUTION

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this corporation, the holders of record of the common shares all receive a ratable distribution of the assets of the corporation.

## ARTICLE VI - PREEMPTIVE RIGHTS

Each shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro rate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which is offered to others.

# ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT AND PRINCIPAL OFFICE

The street address of the initial registered 7810 SW 85 <sup>th</sup> Court, Miami, Fl. 33143. The name of the initial registered agent of Juan Primo.	_		·
ARTICLE VIII - INITIAL BOARD OF	DIRECT	ORS	
This corporation shall have <u>3</u> director is or diminished from time to time as provided of the initial director of this corporation as	ded for by	The number of director may be increased y the By Laws. The name and address	
Juan Primo	**************************************	7810 SW 85 <sup>th</sup> Court Miami, Fl. 33143	<u>.</u> .
Reinaldo A. Benitez	<del></del>	6250 SW 130 <sup>th</sup> Ave. Unit 708 Miami, Fl. 33183	1
Jose Sabido	<u>≠</u> - ·	10332 SW 134 <sup>th</sup> Place Miami, Fl. 33186	 
ARTICLE IX - INCORPORATORS	<del></del>		
The name and address of the person signi	ing these	Articles are:	
Juan Primo	Terror	7810 SW 85 <sup>th</sup> Court Miami Fl 33143	

### ARTICLE X - BY LAWS

The power to adopt, alter, amend and repeal bylaws shall be vested in the Board of Directors and shareholders.

# ARTICLE XI - RESTRICTIONS ON THE TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following persons in the amount set opposite their names:

Juan Primo	33.3 % SHARES
Reinaldo A. Benitez	33.3 % SHARES
Jose Sabido	33.3 % SHARES

Shares held by the initial shareholders listed above may not be resold or otherwise transferred to others unless such shares are first offered to the remaining shareholders or to this corporation. The prize and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this corporation.

# ARTICLE XII - CUMULATIVE VOTING

At each election for directors each shareholders entitled to vote at such election shall have the right to cumulate his vote by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such number of such candidates.

# ARTICLE XIII - CALLING OF SPECIAL MEETINGS

Special meetings of the shareholders may be called by the Board of Directors.

# ARTICLE XIV - SHAREHOLDERS QUORUM AND VOTING

Fifty percent of the shares plus one entitled to vote represented in person or by proxy shall constitute a quorum at the meeting of shareholders. If the quorum is present, the affirmative vote of fifty percent of the shares plus one represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

#### ARTICLE XV - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

STATE OF FLORIDA )

S.S.

COUNTY OF DADE )

BEFORE ME, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared <u>Juan Primo</u> to me known to be the persons described in and who executed the same for the purposes therein they expressed.

WITNESS my hand and official seal in the County and State last aforesaid on this 25 day of annual, 2000.

NOTARY PUBLIC, State of Florida at large

My Commission Expires:

OFFICIAL NOTARY SEAL

MACALLIL PUIG

MOTARY FUELIC STATE OF FLORIDA

CHARLISTON NO. OCT76276

MY COMMISSION EXP. OCT. 16/2012

#### STATE OF FLORIDA DEPARTMENT OF STATE

Certificate Designating Place of Business or Domicile for the Services of Process Within This State, Naming Agent Upon Whom Process May Be Served and Names and Addresses of the Officers and Directors

### PREMIER CORPORATE SOLUTIONS, INC.

The following is submitted, in compliance with Chapter 48.091, Florida Status: **PREMIER CORPORATE SOLUTIONS, INC.**, a corporation organized or organizing under the laws of the State of Florida with its principal office at 7810 SW 85<sup>th</sup> Court, in the city of Miami, county of Miami Dade, State of Florida has named Juan Primo located at 7810 SW 85<sup>th</sup> Court, in the city of Miami, county of Miami Dade, State of Florida as its agent to accept service of process within this State.

NAME	TITLE	SPECIFIC ADDRESS
Juan Primo	<u>President</u> .	7810 SW 85 <sup>th</sup> Court  Miami, Fl. 33143
Reinaldo A. Benitez	Treasurer	6250 SW 130 <sup>th</sup> Ave. Unit 708 Miami, Fl. 33183
Jose Sabido	Secretary	10332 SW 134 <sup>th</sup> Place Miami, Fl. 33186

#### **DIRECTORS:**

NAME	- <del>-</del>	SPECIFIC ADDRESS
Juan Primo	<del></del>	7810 SW 85 <sup>th</sup> Court Miami, Fl. 33143
Reinaldo A. Benitez	٠ ـ ٤.	6250 SW 130 <sup>th</sup> Ave. Unit 708 Miami, Fl. 33183
Jose Sabido	79867	10332 SW 134 <sup>th</sup> Place Miami, Fl. 33186

### ACCEPTANCE: \_

I agree as Registered Agent to accept Service of Process, to keep office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept, service of process at the above Florida designated address) in some conspicuous place in office as required by Law.

Juan Primo

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SECRETARY OF STAIL