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ACHIEVING INDEPENDENT SUCCESS, INC.  
10570 NW 27<sup>th</sup> Street, Ste # 103  
Miami, Florida 33176

January 15<sup>th</sup>, 2000

Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

600003132846--5  
-02/11/00--01086--017  
\*\*\*\*122.50 \*\*\*\*\*78.75

Re: Achieving Independent Success, Inc.

Gentlemen:

Enclosed, please find the original and one (1) Copy of Articles of incorporation, together with a check in the amount of \$ 122.50.

This represents the cost of the Filing Fees, Certified of Articles of Incorporation and Fee for Registered Agent designation for the above named corporation.

Sincerely yours,

  
Steven Tejeda  
Achieving Independent Success, Inc.

W25  
W00-4289

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 FEB 11 PM 1:52

g 2/12/00



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

00 FEB 11 PM 1:52

February 16, 2000

ACHIEVING INDEPENDENT SUCCESS INC.  
10570 NW 27TH STREET  
SUITE #103  
MIAMI, FL 33176

SUBJECT: ACHIEVING INDEPENDENT SUCCESS, INC.  
Ref. Number: W00000004289

We have received your document for ACHIEVING INDEPENDENT SUCCESS, INC.. However, the document has not been filed and is being returned for the following:

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return the original and one copy of 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 (850) 487-6973.

Claretha Golden  
Document Specialist

Letter Number: 300A00008250

EFFECTIVE DATE

2/15/00

**CERTIFICATE OF INCORPORATION**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

**ARTICLE ONE**

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**NAME**

The name of this corporation shall be:  
**Achieving Independent Success, Inc.**

**ARTICLE TWO**

This Corporation may engage in any activity or business permitted under the laws of the State of Florida.

**ARTICLE THREE**

**TERM OF EXISTENCE**

This Corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida. The date on which corporate existence shall begin is:  
**February 15, 2000**

**ARTICLE FOUR**

**MINIMUM CAPITAL**

The amount of capital which the Corporation shall begin business shall not be less than Five Hundred Dollars (\$500.00), or such greater amount as may be required by law.

**ARTICLE FIVE**

This Corporation shall at all times have at least one Director who is a legal resident or citizen of the United States of America. The stockholders of this Corporation may, from time to time, and at any time, increase or diminish the size of the Board of Directors of this Corporation, provided that the Corporation shall at all times have a minimum of one director.

**ARTICLE SIX**

**CLASSES OF DIRECTORS**

The By-laws of this Corporation may provide that the Directors be divided into two or more classes whose term of office shall respectively expire at different times, provided that no such term shall continue longer than three(3) years, and provided further that at least one-fourth(1/4) in number of the Directors shall be elected annually.

## ARTICLE SEVEN

### AMENDMENT

This Certificate of Incorporation may be amended in any manner consistent with the laws of the State of Florida.

## ARTICLE EIGHT

### CAPITAL STOCK

This Corporation is authorized to issued, one class of share stock as follows:

- A. Designation: One class of stock of this Corporation shall be known as Common Stock
- B. Authorized: The maximum number of shares of Common stock that this Corporation may issue is: 500 shares
- C. Par Value: Each share of Common Stock shall have the par value of: \$ 1.00 per share
- D. Consideration: Shares of Common Stock may be issued in exchange for cash, real property, labor or service rendered, or any combination of the foregoing. In the absence of fraud in the transaction, the judgement of the Board of Directors as to the value of any such consideration shall be conclusive.
- E. Non-accessibility: Each share of Common Stock shall be issued in exchange for consideration which is at least equal to the par valued thereof, and shall be fully paid and non-assessable.
- F. Voting Rights: Record Holders Of Common Stock are entitled the record holder thereof to one vote upon each proposal presented at meetings of the Stockholders of the Corporation.
- G. Dividends: Record holders of Common Stock are entitled to received their pro-rata share of any dividends that may be declared by the Board of Directors out of assets legally available for such purpose.
- H. Liquidation Rights: Holders of Common Stock are entitled, in the event, of the liquidation or dissolution of this Corporation, to received their pro-rata share of any assets of this Corporation remaining after payment of all corporate debts and obligations.

## **ARTICLE NINE**

### **PRE EMPTIVE RIGHTS**

No holder of stock of any class of this Corporation shall be entitled as of right to purchase or subscribe for any part of the unissued stock of the Corporation of any class, or of any additional stock of any class to be issued by reason of any increase of the authorized capital stock of the Corporation, or of bonds, certificates of indebtedness, debentures or other securities convertible into, or carrying the right to purchase, stock of the Corporation; but any such unissued stock of any class, or such additional authorized issue of new stock or securities convertible into, or carrying the right to purchase stock or of securities convertible into, or carrying the right to purchase stock may issued and disposed of by the Board of Directors to such persons, firms, corporations, or associations, and upon such terms as the Board of Directors may in their absolute discretion determine, without offering to the stockholders then of record, of any class, any thereof, on the same term or on any terms, all pre-emptive or preferential right of purchase of every kind being waived by each and every stockholder.

## **ARTICLE TEN**

### **INDEMNIFICATION**

This Corporation shall indemnify any and all of its Directors, Officers, employees or agents, or former Directors, Officers, employees or agents, or any person who may have served at its request as a Director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise in which it owns shares of capital stock, or of which it is a creditor, against the expenses, including the cost of any judgements, fines, settlements and counsel fees, actually and necessarily paid or incurred in connection with any action, suit or proceeding, whether civil, criminal, administrative or investigative (and any appeals thereof) to which any such person or his legal representative may be made party or may be threatened to be made party, by reason of his alleged acts or omission while being or having been such Director, Officer, employees or agent, provided, it shall not be determined by a final determination thereof on the merits that such Director, Officer, employee or agent was in any substantial way derelict in the performance of his duties: or provided, that such action suit or proceeding shall be settled without a final determination on the merits and it shall be determined that such Director, Officer, employee or agent had not in any substantial way derelict in the performance of his duties as charred therein, such determination to be made by a majority of the members of the Board of Directors of this corporation who were not parties to such action, suit or proceedings, though less than a quorum, or by any one or more disinterested persons to whom the question may be referred by the Board of Directors. The foregoing right of indemnification shall not be exclusive of any other rights to which any Director, Officer, employee or agent may be entitled as a matter of law or which may be lawfully granted to him.

## **ARTICLE ELEVEN**

### **SPECIAL VOTING PROVISIONS**

The occurrences enumerated in this Article shall not be authorized, nor shall they have any force or effect, unless assented to in writing by the holders. The required percentage of this Corporation's stock entitled to vote at the time of the proposal of any such occurrence. For each such occurrence, the required percentage shall be as follows :

1. Amendment of this Certificate of Incorporation:  
Required percentage                      51%
2. Sale, lease or exchange of all of this Corporation's property and assets, or of any property or assets of this Corporation essential to the business of this Corporation.  
Required percentage:                      51%
3. Merger or consolidation of this Corporation into or with any other corporation:  
Required percentage:                      51%

Voluntary dissolution of this Corporation :

Required percentage:                      51%

**ARTICLE TWELVE**

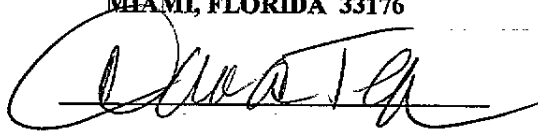
The name(s) and address(s) of the officer(s) of the Corporation are as follows:

**President.**



**STEVEN TEJEDA  
10570 NW 27<sup>TH</sup> ST, STE: 103  
MIAMI, FLORIDA 33176**

**Vice President &  
Secretary**



**DANA TEJEDA  
10570 NW 27<sup>TH</sup> ST, STE: 103  
MIAMI, FLORIDA 33176**

**SUBSCRIBER INITIAL DIRECTOR**

**INITIAL PRINCIPAL OFFICE**

The Undersigned individual, a citizen of legal age competent to contract, Executes this Certificate of The Incorporation as subscriber and director. The Undersigned individual shall hold office as a director until his successors have qualified, following their election appointment. The street address of such individual shall be the Initial street address in Florida of the Principal Office of this Corporation. The Corporation May change its principal office at any time.

**SUBSCRIBER/DIRECTORS: STEVEN TEJEDA & DANA TEJEDA**

**Street Address/Principal Office: 10570 NW 27<sup>th</sup> St, Ste: 103  
Miami, Florida 33176**

**IN WITNESS WHEREOF, the undersigned Subscriber does make, subscribe, acknowledge and file this certificate for the purpose of forming a corporation for profit under the laws of the State of Florida.**

**Date :**

4/7/00

**STATE OF FLORIDA**

**COUNTY OF ~~MIAMI-DADE~~  
Broward**

**I HEREBY CERTIFY** that on this day before me a **NOTARY PUBLIC**, duly **AUTHORIZED** **IN THE STATE OF FLORIDA** and County named above, to take personally known to me Acknowledgement personally appeared to me well known and known to me to be the Individual described in, and who executed the foregoing Certificate of Incorporation And who acknowledge before me that the same was executed for the purposed therein Expressed.

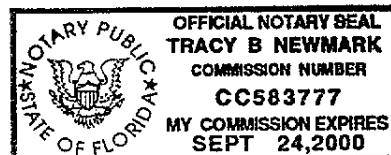
**IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at Miami – Dade County, Florida.**

Tracy B Newmark

**NOTARY PUBLIC, STATE OF FLORIDA**

**MY COMMISSION EXPIRES: 9/24/2000**

Tracy B Newmark





FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

00 FEB 11 PM 1:52

**CERTIFICATE OF DESIGNATION PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED.**

In pursuance of Chapter 48.091 Florida statutes, the following is submitted, in  
Compliance with said Act:

First – That Achieving Independent Success, Inc. Desiring to organize under the laws of the  
State of Florida with its principal office, as indicated in the articles of the incorporation at the City of  
Miami, County of Miami-Dade, State of Florida, has  
Named: Steven Tejeda located at 10570 N.W. 27<sup>th</sup> St Ste: 103; City of MIAMI,  
County of Miami-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



Resident Agent

Steven Tejeda  
10570 N.W. 27<sup>th</sup> St, Ste: 103  
Miami, Florida 33176