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To: Division of Corporations  
Fax Number : (850) 922-4001  
EFFECTIVE DATE  
06-28-00

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

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

INSTITUTO DE FORMACION GERENCIAL (INSFORGE), INC.

*Management of Formation Institute (INSFORGE), INC.*

*Instorge, Inc.*

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ARTICLES OF INCORPORATION

WE, THE UNDERSIGNED, SUBSCRIBERS TO THESE ARTICLES FOR THE FORMATION OF A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA PURSUANT TO THE FLORIDA GENERAL CORPORATION ACT.

ARTICLE I

CORPORATE NAME

THE NAME OF THIS CORPORATION SHALL BE INSFORGE, INC.

ARTICLE II

NATURE OF CORPORATE BUSINESS

THIS CORPORATION SHALL HAS AS PURPOSE TO PROVIDE SEMINARS, CONFERENCES, TO TEACH COURSES OF PROFESSIONAL IMPROVEMENT AND IT MAY ENGAGE IN ANY ACTIVITY OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES AND THE STATE OF FLORIDA.

ARTICLE III

CAPITAL STOCK

THIS CORPORATION SHALL BE AUTHORIZED TO HAVE A MAXIMUM OF FIVE HUNDRED (500) SHARES OF STOCKS OUTSTANDING AT ANY GIVEN TIME. THE SHARES OF STOCK AUTHORIZED SHALL HAVE A PAR VALUE OF ONE DOLLAR (\$1.00).

ARTICLE IV

INITIAL CAPITAL

THE AMOUNT OF CAPITAL WITH WHICH THIS CORPORATION SHALL BEGIN BUSINESS SHALL BE ONE THOUSAND AND 00/00 (\$1000.00) DOLLARS.

PREPARED BY: CORDERO CPA P.A.  
ALFONSO CORDERO  
8025 NW 36 STREET STE. 302  
MIAMI, FLORIDA 33166

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**ARTICLE VIII**

**BOARD MEMBERS**

THE NAME AND TITLE OF THE MEMBERS OF THE FIRST BOARD OF DIRECTORS AND THE STATE OF CORPORATE OFFICERS IS AS FOLLOWS:

NAME	TITLE
GABRIEL ENRIQUE JAIMES SUAREZ	PRESIDENT
HERMINIA DEL CARMEN PEREIRA	SECRETARY

**ARTICLE IX**

**SUBSCRIBERS**

THE NAME AND ADDRESS OF THE SUBSCRIBERS OF THESE ARTICLES OF INCORPORATION ARE AS FOLLOWS:

GABRIEL ENRIQUE JAIMES SUAREZ 709 SOUTH ROYAL PONCIANA APT 201 MIAMI, FL 33166	HERMINIA DEL CARMEN PEREIRA 709 SOUTH ROYAL PONCIANA APT 201 MIAMI, FL 33166
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**ARTICLE X**

**PREEMPTIVE RIGHTS**

SHOULD ANY STOCKHOLDER WISH TO DISPOSE OF HIS STOCK IT SHALL FIRST BE OFFERED TO THE REMAINING STOCKHOLDERS, AT A PRICE NO GREATER THAN A BONA-FIDE OFFER BY ANY THIRD PERSON, AND SAID SHALL BE AVAILABLE FOR A PERIOD OF NINETY (90) DAYS TO SUCH REMAINING STOCKHOLDERS. IN THE EVENT THAT ANY OF SAID STOCK IS NOT PURCHASED BY ANY OF THE REMAINING STOCKHOLDERS WITHIN NINETY (90) DAYS OF THE OFFER, SAID STOCK MAY THEN BE SOLD BY THE STOCKHOLDER TO A THIRD PERSON APPROVED BY THE OTHER SHAREHOLDERS.

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**ARTICLE V**

**DURATION AND BEGINNING OF CORPORATE EXISTENCE**

THIS CORPORATION IS TO EXIST PERPETUALLY. THE CORPORATE EXISTENCE OF THIS CORPORATION SHALL BEGIN JUNE, 28, 2000.

**ARTICLE VI**

**PRINCIPAL OFFICE AND REGISTERED AGENT**

THE INITIAL ADDRESS OF THE PRINCIPAL OFFICE OF THIS CORPORATION IN THE STATE OF FLORIDA IS:

709 SOUTH ROYAL PONCIANA  
MIAMI, FLORIDA 33166

THE BOARD OF DIRECTORS MAY FROM TIME TO TIME MOVE THE PRINCIPAL OFFICE OF THIS CORPORATION TO ANY OTHER ADDRESS IN FLORIDA. THE REGISTERED AGENT OF THIS CORPORATION SHALL BE:

GABRIEL ENRIQUE JAIMES SUAREZ  
709 SOUTH ROYAL PONCIANA  
MIAMI, FLORIDA 33166

**ARTICLE VII**

**DIRECTORS**

THIS CORPORATION SHALL HAVE TWO DIRECTORS INITIALLY. THE NUMBER OF DIRECTORS MAY BE INCREASED, OR DIMINISHED, FROM TIME TO TIME, BY BY-LAWS ADOPTED BY THE STOCKHOLDERS.

GABRIEL ENRIQUE JAIME SUAREZ  
709 SOUTH ROYAL PONCIANA APT 201  
MIAMI, FL 33166

HERMINIA DEL CARMEN PEREIRA  
709 SOUTH ROYAL PONCIANA APT 201  
MIAMI, FL 33166

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## ARTICLE XI

## AMENDMENT

THESE ARTICLES OF INCORPORATION MAY BE AMENDED IN THE MANNER PROVIDED BY LAW. EVERY AMENDMENT SHALL BE APPROVED BY THE BOARD OF DIRECTORS, PROPOSED BY THEM TO THE STOCKHOLDERS AND APPROVED AT A STOCKHOLDERS MEETING BY A MAJORITY OF THE STOCK ENTITLED TO VOTE THEREON.

## ARTICLE XII

THE STOCK OF THIS CORPORATION MAY BE ISSUED PURSUANT TO THE PROVISIONS OF SECTION 1244 OF THE INTERNAL REVENUE CODE, SO THAT THE STOCKHOLDERS OF THE CORPORATION MAY RECEIVE THE BENEFITS PROVIDED THEREUNDER.

IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR HAS EXECUTED THESE ARTICLES OF INCORPORATION THE 28 DAY OF JUNE, 2000.

  
 GABRIEL ENRIQUE JAIMES SUAREZ

  
 HERMINIA DEL CARMEN PEREIRA

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## ACKNOWLEDGMENT

HAVING BEEN NAMED ABOVE AS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE SLATED CORPORATION, AT PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT TO ACT IN THE CAPACITY, AND AGREE TO COMPLY WITH THE PROVISION OF SAID ACT RELATIVE TO KEEPING OPEN SAID OFFICE.

  
 GABRIEL ENRIQUE JAIMES SUAREZ

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