

PO0000067637

OFFICE USE ONLY (Document #)

LAZARUS CORPORATE FILING SERVICE

(Requestor's Name)

3320 S.W. 87 AVENUE

(Address)

MIAMI, FLORIDA (305)552-5973

(City, State, Zip)

(Phone #)

TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. COLUSA CAPITAL GROUP, INC.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☒ Walk in

☒ Pick up time 2:00

☒ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

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*****78.75 *****78.75

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

RECEIVED
00 JUL 12 AM 11:42
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
R.A. Accepted

Examiner's Initials

T BROWN JUL 14 2000



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

July 12, 2000

LAZARUS

MIAMI, FL

SUBJECT: COLUSA CAPITAL GROUP, INC.
Ref. Number: W00000017511

We have received your document for COLUSA CAPITAL GROUP, INC.. However, the document has not been filed and is being returned for the following:

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

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) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 800A00038416

RECEIVED
00 JUL 14 11:11
STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

COLUSA CAPITAL GROUP, INC.

The undersigned hereby enters these Articles of Incorporation for the purpose of establishing a corporation in accordance with the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be **COLUSA CAPITAL GROUP, INC.**

ARTICLE II

This corporation shall have perpetual existence.

ARTICLE III

This corporation hereby formed shall have the power to purchase, lease or otherwise acquire by bequest, devise, give, or other means, and to hold, own, manage, or develop, and to mortgage, hypothecate, deed in trust, sell, convey, exchange, option, subdivide, or otherwise dispose of real and personal property of every class and description and any estate or interest therein, as may be necessary or convenient for the proper conduct of the affairs of the corporation, without limitation as to amount or value, in any of the states, districts, territories, or countries.

ARTICLE IV

This corporation shall have the power

- i. to take, buy, exchange, lease or otherwise acquire real property and any interest or right therein, and to hold, own, operate, control, maintain, manage, and develop such property and interests in any manner that may be necessary, useful, or advantageous for the purpose of this corporation.
- ii. to erect, construct, maintain, improve, rebuild, enlarge, alter, manage and control, directly or through ownership of stock in any corporation, any and all kinds of buildings, houses, stores, offices, shops, warehouses, factories, mills, machinery, and plants, and any and all other structures and erections that may at any time be necessary, useful, or advantageous for the purpose of the corporation.
- iii. to take, purchase, or otherwise acquire, and to own and hold such personal property, chattels, chattels real rights, easements, privileges, choices in actions, notes, bonds, mortgages, and securities as may lawfully be acquired and held by corporations under the laws of the State of Florida and the United States.

ARTICLE V

This corporation may conduct and carry on its business or any branch thereof in any state or territory of the United States or in any foreign country in conformity with the laws of such state, territory, or foreign country and to have and maintain in any state, territory, or foreign country a business, office, plant, store, or other facility.

ARTICLE VI

This corporation may acquire all or any part of the good will, rights, franchises, property, and business of any person, firm association, or corporation engaged in any business similar to the business of this corporation, and to pay for it in cash or in stock or obligations of the corporation or otherwise, and to hold, utilize, enjoy, and in any manner dispose of the whole or any part of the rights and properties so acquired, and to assume in connection therewith any liabilities of any such person, firm, association, or corporation, and to conduct in a lawful manner the whole or any part of the business thus acquired.

ARTICLE VII

This corporation may

- i. hire and employ agents, servants, and employees, and enter into agreements of employment and collective bargaining agreements, and act as agent, contractor, trustee, factor, or otherwise, either alone or in company with others.
- ii. promote or aid in any manner, financially or otherwise, any person, firm, association, or corporation, and to guarantee contracts and other obligations.
- iii. Let concessions to others to do any of the things that this corporation is empowered to do, and to enter into, make, perform, and carry out, contracts and arrangements of every kind and character with any person, firm, association, or corporation, or any government or authority or subdivision or agency thereof.
- iv. Carry on any business whatsoever that this corporation may deem proper or convenient in connection with any of the foregoing purposes or otherwise, or that it may deem calculated, directly or indirectly, to improve the interests of this corporation, and to have and to exercise all powers conferred by the laws of the State of Florida and the United States or corporations formed, as such laws are now in effect or may at any time hereafter be amended, and to do any and all things herein above set forth to the same extent and as fully as natural persons might or could do, either alone or in connection with other persons, firms, associations, or corporations, and in any part of the world.

ARTICLE VIII

The foregoing statement of purpose shall be construed as a statement of both purposes and powers, shall be liberally construed in aid of the powers of this corporation, and the powers and purposes stated in each clause shall, except where otherwise stated, be in nowise limited or restricted by any term or provision of any other clause, and shall be regarded not only as independent purposes, but the purpose and powers stated shall be construed distributively as each object expressed, and the enumeration as to specific powers shall not be construed as to limit in any manner the aforesaid general powers but are in furtherance of, and in addition to and not in limitation of said general powers.

ARTICLE IX

The total authorized capital stock of this corporation shall be one hundred (100) shares no par.

ARTICLE X

The street address of this corporation's initial principle office is as follows:

13255 SW 88 Lane, # 209
Miami, FL 33186

ARTICLE XI

The address of the corporation's registered office is 13255 SW 88 Lane, # 209, Miami, FL 33186
the corporation's initial registered agent at such address is Sergio Foschini

ARTICLE XII

The business of the corporation shall be conducted by a Board of Directors, the number of members of which shall, except for the initial Board, be determined by the bylaws, but shall never be fewer than two (2)

ARTICLE XIII

The name and street of the Incorporator of this corporation is as follows:

<u>Name</u>	<u>Address</u>
Sergio Foschini	13255 SW 88 Lane, #209 Miami, FL 33186

ARTICLE XIV

The initial Bylaws of this corporation shall be adopted by the Director. The Bylaws may be amended from time to time by either the stockholders or the Directors, both the Directors may not alter or amend any Bylaws adopted by the stockholders.

ARTICLE XV

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation and any right of the stockholders of his corporation is subject to this reservation.

ARTICLE XVI

In accordance with Florida Statutes 607.0203(1), the effective date for commencement of corporate existence shall be immediately upon the filing of these Articles of Incorporation, and their filing,

IN WITNESS WHEREOF, the Incorporator hereto has hereunto affixed his hand and seal this

13th day of July, 2000.




Sergio Foschini

STATE OF FLORIDA

COUNTY OF BROWARD

BEFORE ME, the undersigned authority, personally appeared Sergio Foschini, to me well known to be the person described in and who executed the foregoing Article of Incorporation, and she acknowledged before me that he signed the same for the uses and purposes therein expressed.

WITNESS WHEREOF my hand and seal in Broward county, Florida this 3rd day of July 2000.



NOTARY PUBLIC

My Commission Expires;



CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: COLUSA CAPITAL GROUP, Inc.

2. The name and address of the registered agent and office is:

Sergio Foschini
(Name)
13255 S.W. 88 LANE #209
(P.O. Box not acceptable)
Miami, FL 33186
(City/State/Zip)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Signature)

7/3/00
(Date)