

**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)

**FILED**  
 00 AUG 24 PM 1:27  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA  
 OFFICE USE ONLY

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

1. AAA CONSULTING, 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

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☐ Certificate of Status

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

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Examiner's Initials	
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**ARTICLE OF INCORPORATION**

**OF**

**AAA CONSULTING, INC.**

**ARTICLE I-NAME**

The name of this corporation is

**AAA CONSULTING, INC.**

**ARTICLE II - DURATION**

This corporation shall have perpetual existence

Commencing on the date of filing of these Article with the

Secretary of State.

**ARTICLE III - PURPOSE**

This corporation is organized for the purpose of

Transacting any or all-lawful business.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue FIVE HUNDRED

(500) Shares of ONE DOLLAR (\$1.00) per value common stock,

Which shall be designated "Common Share", fully paid and

Non-assessable, all of which shall be common stock, and the

Same shall be issued and sold for such consideration as may

Be fixed by the Board of Directors hereof. Said shares of

Stock shall be issued, sold, or transferred only in

Accordance with the By-laws of the corporation as the

Corporation may from time to time make, with a lien at times

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Reserving in favor of the corporation for any indebtedness  
Which may be due at any time by the holders of same to the  
Corporation and such lien shall be superior to all liens  
Of any character, and all assignments and transfers of stock  
Of this corporation shall be subject thereto.

#### **ARTICLE V- PREEMPTIVE RIGHTS**

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 rate share thereof (as nearly as may be  
Done without issuance of fractional shares) at the price  
At which it is offered to others.

#### **ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of  
This corporation is 14251 SW 38 ST, Miami FL, 33175  
And the name of the initial registered agent  
Of this corporation at that address is Adela C. Nunez

#### **ARTICLE VII - INITIAL BOARD OF DIRECTORS**

This corporation shall have one- (1) director  
Initially. The number of directors may be either increased  
Or diminished from time to time in accordance with the By-  
Laws but shall never be less than one. The name(s) and addresses)  
Of the initial directors) of this corporation is Adela C. Nunez *President*  
(14251 SW 38 ST, Miami FL 33175)

#### **ARTICLE VIII - INCORPORATION**

The name and address of the person signing these article

Is Adela C. Nunez

(14251 SW 38 ST, Miami FL 33175)

#### **ARTICLE IX - BY-LAWS**

The power to adopt, alter, amend or repeal By-laws shall

Be vested in the Board of Directors and the shareholders.

#### **ARTICLE X – CUMULATIVE VOTING**

At each election for directors, every shareholder entitled

To vote at such election shall have the right to cumulate

His votes 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 candidates.

#### **ARTICLE XI – CALLING OF SPECIAL MEETINGS**

Special meetings of shareholders may be called by anyone

Of the persons or groups:

A. the Board of Directors

B. The holders of not less than one-tenth of all

The shares entitled to vote at the meeting.

C. Such other persons or groups as may be authorized in the Article of Incorporation or the by-laws.

**ARTICLE XII – SHAREHOLDERS QUORUM AND VOTING**

A majority of the shares entitled to vote, represented  
In person or by proxy, shall constitute a quorum at a meeting  
Of shareholders.

If a quorum is present, the affirmative vote of a majority of the shares represented at the meeting and entitled to vote  
On the subject- matter shall be the act of the shareholders.

**ARTICLE XIII - APPROVAL OF  
SHAREHOLDERS REQUIRED FOR MERGER**

The approval of the shareholders of this corporation  
To any plan of merger shall be required in every case, whether  
Or not such approval is required by law.

**ARTICLE XIV – POWERS**

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act, as follows:

- A. to have a corporate seal, which may be altered  
At pleasure and to use the same by causing it or facsimile thereof, to be impressed, affixed, or in any other manner  
reproduced.
- B. To purchase, take, receive, lease or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or  
personal property of any interest therein, wherever situated.
- C. To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or  
any part of its property and assets.
- D. To lend money to, and use its credit to  
Assist its officers and employees in accordance with Section 607.141.
- E. To purchase, takes, receives, and subscribes for,  
Or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and

Otherwise use and deal in and with, shares or other

Interests in, or obligations, of, other domestic or foreign corporations, associations, partnerships or individuals or

Direct or indirect obligations of the United States or of

Any other government, state, territory, governmental

District, or municipality or of any instrumentality thereof.

F. To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage

Or pledge of all or any of its property, franchises, and

Income.

G. To lend money for it's corporate purposes,

Invest and reinvest its funds, and take and hold real and

Personal property as security for the payments of funds so

Loaned or invested.

H. To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act

Within or without this state.

I. To elect or appoint officers and agents of

The corporation and define their duties and fix their compensation.

J. To make and alter By-laws, not inconsistent

With its Article of Incorporation or with the laws of this

State, for the administration and regulation of the affairs

Of the corporation p

K. To make donations for the public welfare or

For charitable, scientific, or educational purposes.

L. To transact any lawful business which the

Board of directors shall find will be in aid of governmental policy.

M. To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock options plans and other incentive plans for any or all of its directors, officers and employees of its subsidiaries.

N. To be a promoter, incorporated, partner,  
Member, associate, or manager of the corporation, partnership, joint venture, trust, or other enterprise.

O. To have an exercise all powers necessary or convenient to effect its purposes.

#### **ARTICLE XV - DIRECTOR QUORUM AND VOTING**

A majority of the directors shall constitute a quorum

For a meeting of directors.

If a quorum is present, the affirmative vote of a majority of the directors present, or, if a director or directors have abstained

from voting because an interest in the matter to

Be voted upon, the affirmative vote of a majority of the directors present and voting, shall be the act of the Board

Of Directors.

#### **ARTICLE XVI - MEETING BY CONFERENCE TELEPHONE**

Members of the Board of Directors may participate in meetings of the Board of Directors by means of conference telephone

as provided by law.

#### **ARTICLE XVII - ACTION BY DIRECTORS WITHOUT A MEETING**

The directors of this corporation may take action by unanimous written consent as provided by law.

#### **ARTICLE XVIII - INDEMNIFICATION**

The corporation shall indemnify any officer or director,

Or any former officer or director, to the full extent

Permitted by law.

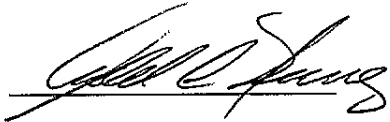
#### **ARTICLE XIX - AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in this Article of Incorporation,

Or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed this Article of Incorporation this

August 22, 2000



Adela C. Nunez

STATE OF FLORIDA

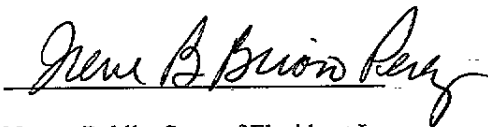
SS:

COUNTY OF DADE

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Adela C. NUNEZ known to me and known by me to be the person who executed before me that he executed those Article of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal in the State and County aforesaid, this

8/22/00



Notary Public, State of Florida at Large



Irene B Briso Perez  
My Commission CC606011  
Expires December 8, 2000



**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.325, 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.

**AAA CONSULTING, INC.**

The name of the corporation is: \_\_\_\_\_

\_\_\_\_\_  
The name and address of the registered agent and office is:

**ADELA C. NUNEZ    14251 S.W. 38<sup>TH</sup> STREET, MIAMI, FL    33175**

\_\_\_\_\_  
(CITY/STATE/ZIP)

SIGNATURE \_\_\_\_\_

(Corporate officer)

TITLE \_\_\_\_\_

Date \_\_\_\_\_

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETED PERFORMANCE OF MY DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES,

SIGNATURE: \_\_\_\_\_

DATE \_\_\_\_\_

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