

TRANSMITTAL LETTER

P000000092369

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT:

Neat Care, Inc.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

600003408866--0

-09/29/00--01008--003

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

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM:

Hector J. Garcia

Name (Printed or typed)

419 Lakeview Dr # 202

Address

Weston, FL 33326

City, State & Zip

(954) 659 9571

Daytime Telephone number

EFFECTIVE DATE
09-26-00

FILED
00 SEP 28 AM 8:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

CERTIFICATE OF INCORPORATION

ARTICLE ONE NAME

The name of this corporation shall be: NEAT CARE, INC.

ARTICLE TWO NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful. Or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE THREE TERM OR EXISTENCE

EFFECTIVE DATE

09-26-00

This corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida.

The date on which corporation shall begin is:

Date of incorporation: September 26, 2000

ARTICLE FOUR MINIMUM CAPITAL

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

ARTICLE FIVE NUMBER OF DIRECTORS

The stockholders of the Corporation may, from time to time and at time increase or diminish the size of the Board of Directors of this Corporation, Provide that the Corporation, shall at all times 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 terms of office shall respectively expire at different times, provided that no such term shall continue longer than (3) years, and provided further that at least on (1/4) in number of the Directors shall be elected annually.

ARTICLE SEVEN AMENDMENT

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

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ARTICLE EIGHT CAPITAL STOCK

This Corporation is authorized to issue shares of stock as follows:

- A. Designation: The stock of this Corporation shall be known as Common Stock.
- B. Authorized: The maximum number of share of Common Stock that this Corporation may issue is 100.
- C. Par Value: Each share of Common Stock shall have the par value of \$5.00
- D. Consideration: Shares of Common Stock may be issued in exchange for Cash, real-estate property, Labor or service rendered, or any combination for 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 exclusive.
- E. Non-accessibility: Each share of Common Stock shall be issued in exchange for consideration which is at least equal to the par value thereof, and shall be fully paid and non-assessable.
- F. Voting Rights: Each share of Common Stock entitles the record holder thereof to one vote upon each Proposal presented at meeting of the shareholders of the Corporation.
- G. Cumulative Voting: No holders of Common Stock shall be entitled to cumulative voting.
- H. Dividend: Record holders of Common Stock are entitled to receive their pro-rata share of any dividends that may be declared by the Board of Directors out of assets legally available for such Purpose.
- I. Liquidation Rights: Holders of Common Stock are entitled, in the event of the liquidation or Dissolution of this Corporation remaining after payment of all corporate debts and obligations.

ARTICLE NINE SPECIAL VOTING PROVISIONS

The occurrences enumerated in the Articles shall no be authorized, nor shall they have any force or effect, unless assented to in writing by holders of the required percentage of this Corporation's stock entitled to vote at the time of any such occurrence. The required percentage shall be as follows.

- 1. Amendment of this Certificate of Incorporation:
Required Percentage: 51%
- 2. Sale, lease or exchange all this Corporation's property or assets of this Corporation essential to the Business of this Corporation:
Required Percentage: 51%
- 3. Merger of consolidation, of this Corporation into or with any other Corporation:
Required Percentage: 51%
- 4. Voluntary dissolution of this Corporation

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 bonds certificate 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 issued of new stock or of securities convertibles into, or carrying the right to purchase stock, may be issued, and disposed of 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 the stockholders them of record, of any class, any thereof, on the same terms or any terms, all pre-emptive or preferential right of purchase of every kind being waived each and every stockholder

**ARTICLE TEN
STOCKHOLDERS AND DIRECTORS**

The name and address of the stockholders and directors are as follows:

NAME	ADDRESS	OFFICE	SHARE	AMOUNT
Ulises Zambrano	419 Lakeview Dr #202 Weston, FL. 33326	President/Treasurer	50	\$250.00
Hector J. Garcia	419 Lakeview Dr. # 202 Weston, FL 33326	Vice-pres./Sec.	50	\$250.00

**ARTICLE ELEVEN
REGISTER AGENT**

The registered agent and registered office of this Corporation shall be:
Hector J. Garcia
419 Lakeview Dr. #202
Weston, FL 33326

INDEMNIFICATION

This Corporation shall indemnify any and all its Directors, Officers, Employees or Agents, or former Directors, Officers or agents, or any person who may have served at its request as Directors, Officers, Employee or Agent of any 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 judgment, fines, settlements and council 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 a party, or may be threatened to be made party, by reason of his alleged acts or omissions while being or having been such Director, Officer, Employee or agent, provided it shall not be determined by a final determination thereof of the merits that such Director, Officer, Employee or agent was in any substantial way derelict in the performance of duties, or provided, that such action, suit or proceeding shall be settled without a final determination on the merit and it shall be determined that such Director, Officer, Employee or Agent had not in any substantial way been derelict in the performance of these duties as change therein, such determination to be made by majority of the members of the Board of Directors of this Corporation who were not parties to such action, suit or proceeding, though less than quorum, or by any one or more distrusted person to whom the question may be referred by the board of Directors, The foregoing right or indemnification shall not be exclusive of any rights to which any Directors, Officers, Employee or agent may be entitled as matter of law or which may be lawfully granted to him.

**SUBSCRIBER INITIAL DIRECTOR AND
INITIAL PRINCIPAL OFFICE**

The undersigned individuals United States residents, competent to contract, execute this Certificate of Incorporation as sole subscribers and Director until their successors have qualified, following their election or appointment. The street address in Florida of the Principal Office of this Corporation is as stated below. The Corporation may change its principal office at any time.

Subscriber/Director: Ulises Zambrano; Hector J. Garcia

Street Address/Principal Office: 419 Lakeview Dr. # 202
Weston, FL 33326

In Witness thereof, the undersigned subscriber does said, subscriber, acknowledge and file this certificate for the purpose of a corporation for profit under the laws of the State of Florida.

Dated: September 26, 2000

Ulises Zambrano
419 Lakeview Dr. # 202
Weston, FL 33326
President/Treasure/Director

Hector J. Garcia
419 Lakeview Dr. # 202
Weston, FL 33326
Vice-president/Secretary/Director

STATE OF FLORIDA
BROWARD COUNTY

Before me the undersigned authority, personally appeared to me, the individuals known to be the individuals described in and who executed the foregoing Certificate of incorporation, and who acknowledge before me that the same was executed for the purpose therein expressed.

IN WITNESS THEREOF, I have hereunto affixed my hand and official seal at Ft. Lauderdale, Florida.

Dated : September 26, 2000



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

The Pursuance of chapter 48.091, Florida Statutes the following is submitted in compliance with said Act:

That: NEAT CARE, INC.

Desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of incorporation in the City of Weston, Broward County, State of Florida, has named:

HECTOR J. GARCIA

As its agent accept service of process with this State.

Having been named to accept service of process for the above name Corporation, at the place designated in Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act to keep open said office.

By: 
Hector J. Garcia
Resident Agent

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00 SEP 28 AM 8:09
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TALLAHASSEE, FLORIDA