

Charter Number Only

AL
I
A
T
I
O
N
O
N
L
Y

1/19/01
P01000007717

Requestor's Name
Nancy Fernandez
Address
201 Sevilla Avenue, #310
Coral Gables, FL 33134
City State ZIP Phone

600003562016--4
-01/22/01--01028--016
*****78.75 *****78.75

CORPORATION(S) NAME

AMR Consulting, Corp.

- ☒ Profit
☐ NonProfit
☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☒ Certified Copy
☐ Call When Ready
☐ Walk In
- ☐ Amendment
☐ Dissolution
☐ Annual Report
☐ Reservation
☐ Photo Copies
☐ Will Wait
- ☐ Merger
☐ Mark
☐ Other
☐ Change of Registered Agent
☐ Certificate Under Seal
☐ After 4:30
☐ Mail Out
- ☒ Pick Up

RECEIVED
01 JAN 22 AM 8:58
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



Empire Toll Free: 1-800-432-3028

Name	
Availability	
Document	
Examiner	
Updater	
Verifier	
Acknowledgment	
W.P. Verifier	

certified copy

FILED
01 JAN 22 PM 12:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
AMR CONSULTING, CORP.

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the Laws of the State of Florida providing for the formation of a corporation for profit, with the powers, rights, privileges and immunities hereinafter mentioned, and they hereby make, subscribe and acknowledge and file with the Secretary of State of the State of Florida this Certificate of Incorporation; and to that end they do; by this Certificate, set forth the following Articles of Incorporation:

ARTICLE I

The name of this Corporation shall be: AMR CONSULTING, CORP.

ARTICLE II

The general nature of the business and the objects and purposes formed and carried on are to do any and all things allowed and permitted to be done by corporations under the Statutes of the State of Florida, and to do any and all of the things hereinafter mentioned, as fully and to the same extent as natural persons might or could do, to wit:

To act as public relations and research counsellors and promotion, merchandising and industrial counsellors and business consultants, and in connection therewith to render management, negotiation, research, technical and advisory services to all types of business endeavors as to their relations with employees, associates, stockholders, government officials and agencies, the general public and any person or special group.

To serve in an advisory, managerial and consultative capacity to corporations, associations, partnerships, individuals, and others, and to establish and maintain bureaus, departments, and laboratories for industrial, financial, statistical, inventory, and other research work, and to engage generally in the business of providing, promoting, and establishing systems, methods, and controls for industrial and managerial efficiency and operations.

To investigate systems, methods and controls of manufacturing, plant operations, packing, storing, shipping, marketing, inventory, accounting and other operations integral to any and all types of businesses and to make recommendations, revise, adapt, modernize, and establish economies to effect industrial and managerial efficiency and in

FILED
01 JAN 22 PM 12:09
SECRETARY OF STATE
TALLAHASSEE FL 32310

connection therewith to take over the entire operation and business of any type of industry or other forms of endeavor and to do all and to perform all services necessary to carry out the foregoing purposes.

To devise, develop, create, inaugurate and contract for the establishment, installation, and sale and rental of systems, methods and controls, for efficient operation and management of industrial manufacturing, mercantile, commercial, or other business concerns, firms, partnerships, associations and corporations; to provide, make available and furnish maintenance and supervision and to train and instruct individuals in the operation, installation and maintenance of such systems, methods and controls.

As authorized by law, to examine and inspect the books and accounts of others, to device and install office and business systems; to take inventories; to make appraisals; to compile statistics as an aid to the officers of the corporations and other persons in the making of reports and statements; to do all such things and perform or supply all such services as are commonly done, performed or supplied by business management experts; and to warrant the accuracy of the work done or services performed by it.

To maintain executive and operating personnel for the purpose of consulting with and advising others in all matters relating to the management and operation of businesses and other properties of any kind. To furnish management plans and programs, to formulate policies and generally to advise and assist others, under contract or otherwise, in the management of their business, plants and properties.

To buy and sell projects and developments on its own behalf and on behalf of others in connection with the operation, management and development of individual and corporate businesses. To conduct research and to investigate businesses and enterprises of every kind and description throughout the world in order to secure information and data for capital investment, both for its own account and as agent for others. To engage in capital ventures and business enterprises of every kind and description, whether as promoter, partner, member, associate or manager of such enterprises.

To engage in consultant and advisory work in connection with the organization, financing, management, operation and reorganization of industrial and commercial enterprises. To manage and to provide management for and supervise all or part of any and every kind of investment or business enterprise, and to contract or arrange with any corporation, association, partnership, or individual for the management, conduct, operation and supervision of all kinds of investments and businesses. To advertise, promote, merchandise and otherwise purvey the services authorized herein; to negotiate and contract with respect to furnishing of the same for or on behalf of any person, firm or corporation, domestic or foreign; to enter into and carry out agency or joint arrangements with other persons, firms or corporations engaged in like or similar activities; and generally to exploit the services and objects of the Corporation by all lawful means.

b) To carry out any or more of the purposes and objects herein enumerated as principal, factor, agent, contractor, or otherwise, either alone or through or in conjunction with any person, partnership, association, or corporation.

c) To carry on its operations and conduct business in any State, in the District of Colombia, and in any territory, dependency or possession of the United States, and in any foreign country.

d) To such extent as a corporation organized under the Laws of the State of Florida may now or hereafter lawfully do, to do, either as principal or agent and either alone or in connection with other corporations, firms, or individuals, all and everything necessary, suitable, convenient, or proper for, or in connection with, or incidental to, the accomplishment of any of the purposes or the attainment of any one or more of the objects herein enumerated, or designed directly or indirectly to promote the interests of this Corporation or to enhance the value of its properties; and in general, to do any and all things and exercise any and all powers, rights and privileges which a corporation may now or hereafter be organized to do or to exercise under the Laws of the State of Florida or under any act amendatory thereof, supplemental thereto, or substituted therefor.

The foregoing clauses shall be construed as and shall be powers as well as purposes, and the matters expressed in each clause shall, unless otherwise herein expressly provided, be in no wise limited by reference to or in reference from the terms of any other clause but shall be regarded as independent powers and purposes; and the enumeration of specific powers and purposes shall not be construed to limit or restrict in any manner the meaning of general terms or the general powers of this Corporation, nor shall the expression of one thing be deemed to exclude another not expressed, although it be of like nature. This Corporation shall be authorized to exercise and enjoy all other powers, rights and privileges granted by the Laws of the State of Florida to corporation organized thereunder, and all the powers conferred by all acts heretofore or hereafter amendatory or supplemental to that statute, and the enumeration of certain powers, rights or privileges granted or conferred by that statute now or hereafter in force; provided, however, that nothing herein contained shall be deemed to authorize or permit this Corporation to carry on any business, to exercise any power, or to do any act which a corporation formed under that statute may not at the time lawfully carry on or do.

ARTICLE III

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time is One Thousand (1,000) shares of stock of \$ 1.00 par value.

ARTICLE IV

The amount of capital with which this corporation will begin business shall be no less than \$ 1,000.00.

ARTICLE V

The initial post-office address of the principal office of this corporation in the State of Florida shall be the City of Miami, County of Dade at 782 N.W. LeJeune Rd., Suite 634, Miami, Florida 33126

The Board of Directors may, from time to time, move the principal office to any other address in the State of Florida.

ARTICLE VI

This Corporation is to exist perpetually.

ARTICLE VII

The Registered Agent for this Corporation shall be Monica Namen and the Registered Address shall be 1756 North Bay Shore Dr. #16B, Miami, Florida 33132.

ARTICLE VIII

This Corporation shall have no less than one Directors initially. The number of Directors may be increased or diminished, from time to time, by By-Laws adopted by the Stockholders, but shall never be less than one.

ARTICLE IX

The names and post-office addresses of the members of the first Board of Directors who, subject to the provisions of these Articles of Incorporation, By-Laws of the Corporation, and the Laws of the State of Florida, shall hold office for the first year of the Corporation's existence, or until their successors are elected and have qualified are as follows:

RICARDO NAMEN

782 N.W. LeJeune Rd., Suite 634, Miami, Florida 33126

A

rida,

President/Secretary

XI

of

XII

XIII

၎

70-

18

2

ARTICLE XIV

Preemptive Rights: Every Shareholder, upon the sale for cash of any new stock of this Corporation, of the same kind, class or series at that which he already holds, shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

IN WITNESS WHEREOF, We, being all of the original subscribers and incorporators of this Corporation for the purpose of forming a Corporation, do make and file these Articles of Incorporation with the Secretary of State of the State of Florida, and accordingly set our hands and seals this 11th day of December, 2000.

STATE OF FLORIDA
§§
COUNTY OF MIAMI-DADE

I HEREBY CERTIFY that on this day before me, a Notary Public authorized in the above State and County to take acknowledgments, personally appeared

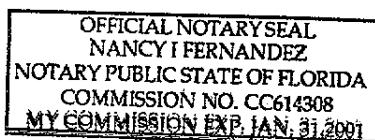
RICARDO NAMEN

to me well known and known to me to be the persons described in and who executed these Articles of Incorporation, and they acknowledge before me that they subscribe to those Articles of Incorporation.

WITNESS my hand and official seal in the City of Coral Gables, this 11th day of December, 2000.


NOTARY PUBLIC State of Florida at
Large

My Commission Expires:



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

Pursuant to Chapter 48.091 of the Florida Statutes, the following is submitted in
compliance with said Act:

That AMR Consulting, Corp.
qualified to do business under the laws of the State of Florida with its principal office
at 1756 North Bay Shore Dr. #16B County of Miami-Dade State
Miami, Florida 33132
of Florida, has appointed Monica Namen, of the City
of Miami County of Miami-Dade State of Florida, as its
agent to accept service of process within this state.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

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

Monica Namen E.
REGISTERED AGENT

FILED
01 JAN 22 PM 12:09
SECRETARY OF STATE
TALLAHASSEE FLORIDA