Attorney at Law

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July 9, 2001

Secretary of State Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

Re:

Articles of Incorporation

WHIRLWIND CONSULTING, INC.

Dear Sir or Madam:

Enclosed is an original and a copy of the Articles of Incorporation of Whirlwind Consulting, Inc. Also included is a check in the amount \$122.50 for the filing.

If you have any questions, please feel free to call me.

Very truly/yours,

Donald Loughran

DL:sm

Enclosures

# ARTICLES OF INCORPORATION

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OF

SECRETARY OF STATE TALLAHASSEE, FLORIDA

# WHIRLWIND CONSULTING, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

#### ARTICLE I

The name of the corporation is **WHIRLWIND CONSULTING**, **INC.** The principal office and mailing address of this corporation is 207 S.W. 12<sup>th</sup> Court, Fort Lauderdale, Florida 33315.

#### ARTICLE II

The duration of the corporation is perpetual.

#### ARTICLE III

This corporation is organized for the purpose of transacting any or all lawful business.

#### ARTICLE IV

- 1. The maximum number of shares of stock which this corporation is authorized to have outstanding at any time shall be One Thousand (1,000) shares of common stock having no par value (\$.00) per share.
- 2. The capital stock may be paid for by the property, labor or services at a just valuation to be fixed by the Incorporator, or by the Director at a meeting called for such purpose, or at the organization meeting.
- 3. Property, labor or services may also be purchased or paid for with the capital stock at a just valuation of said property, labor or services to be fixed by the Director of the company. Stocks in other corporations or going businesses may be purchased by the corporation in return for the

issuance of its capital stock, and said purchase shall be on such basis and for such consideration and the issuance of so much of the capital stock as the Directors of the company may decide.

#### ARTICLE V

The amount of capital with which this corporation will begin business shall not be less than Five Hundred and 00/100 (\$500.00) Dollars.

#### ARTICLE VI

The street address of the initial registered office of this corporation is 207 Southwest 12th Court, Fort Lauderdale, Florida 33315, and the name of the initial Registered Agent of this corporation at that address is Donald Loughran. The Registered Agent and Registered Office may be changed from time to time by filing with the Secretary of State of Florida, a Certificate designating a new Registered Agent and/or new registered office without the necessity of amending these Articles of Incorporation.

#### ARTICLE VII

The business of the corporation shall be managed by a Board of Directors consisting of not less than one (l) person.

#### ARTICLE VIII

The number of Directors constituting the initial Board of Directors of the corporation is one (1). The number of Directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1). The name and address of each of the members of the initial Board of Directors, who unless otherwise provided by the By-Laws of the corporation, shall hold office for the first year of existence of the corporation or until successors are elected or appointed and have duly qualified are as follows:

<u>Name</u>

<u>Address</u>

Donald Loughran

207 S.W. 12th Court

Fort Lauderdale, Florida 33315

The name and address of each person signing these Articles as an Incorporator are as follows:

<u>Name</u>

<u>Address</u>

Donald Loughran

207 S.W. 12th Court

Fort Lauderdale, Florida 33315

## ARTICLE IX

The corporation shall indemnify any officer of director, or any former officer or director, to the fullest extent permitted by law.

#### ARTICLE X

This corporation reserves the right to amend or repeal any provisions contained in these. Articles of Incorporation or any Amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this day of July, 2001.

DONALD LOUGHRAN

# CERTIFICATE DESIGNATING REGISTERED AGENT AND REGISTERED OFFICE FOR THE SERVICE OF PROCESS WITHIN FLORIDA

In compliance with Section 489.091, Florida Statutes, the following is submitted:

That:

### WHIRLWIND CONSULTING, INC.

desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in the City of Fort Lauderdale, State of Florida, has named

Donald Loughran

as its Registered Agent to accept services of process within Florida, at:

207 Southwest 12th Court Fort Lauderdale, Florida 33315

Donald Loughran

Title: Incorporator

SECRETARY OF

ARY OF STATE

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 COMPLETE PERFORMANCE OF MY DUTIES.

Donald Loughran, Registered Agent

Date: July \_\_\_\_\_\_, 2001