

P02000000410  
TRANSMITTAL LETTER

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

900004692649--0  
-11/26/01--01033--011  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

EFFECTIVE DATE

01/01/02

SUBJECT: Compuwave Consulting, Inc.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are 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

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
02 JAN - 2 PM 3:03

FROM: Salvatore Gugliuzza  
Name (Printed or typed)

16531 SW 104 AVE  
Address

Miami, FL 33157  
City, State & Zip

305-969-5426  
Daytime Telephone number

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

WOT-27317  
PS 11/30/01  
PS 12/02



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

November 30, 2001

SALVATORE GUGLIUZZA  
16531 SW 104 AVE  
MIAMI, FL 33157

SUBJECT: COMPUWAVE CONSULTING, INC.  
Ref. Number: W01000027317

We have received your document for COMPUWAVE CONSULTING, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

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) 245-6915.

Pamela Smith  
Document Specialist  
New Filings Section

Letter Number: 001A00063625

305-969-5426

**ARTICLES OF INCORPORATION**

**OF**

**COMPUWAVE CONSULTING, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

02 JAN -2 PM 3: 03

EFFECTIVE DATE

01 / 01 / 02

I, the undersigned incorporator of this corporation under Florida Statute 607, as amended, do hereby associate myself to form a corporation and adopt the following Articles of Incorporation.

**ARTICLE I**

**NAME OF CORPORATION**

The name of this corporation is:

**COMPUWAVE CONSULTING, INC.**

**ARTICLE II**

**PRINCIPAL OFFICE**

The initial principal office and mailing address is located at 1861 North Federal Highway, Suite 238, Hollywood, FL 33020

**ARTICLE III**

**PURPOSE AND NATURE OF BUSINESS**

The purpose of this corporation and general nature of the business to be conducted are as follows:

To engage in any business activity or endeavor which is lawful under the laws of the State of Florida, and the United States of America.

**ARTICLE IV**  
**DURATION OF CORPORATION**

This corporation is to have perpetual existence commencing on the date of execution and acknowledgment of these Articles of Incorporation.

**ARTICLE V**  
**CAPITAL STOCK**

The maximum number of shares of stock, which this corporation is authorized to have outstanding at any one time, is one hundred (100) shares of Common Stock, each share having no par value.

**ARTICLE VI**  
**INITIAL CAPITAL CONTRIBUTION**

The amount of capital with which this corporation shall begin business shall not be less than Five Hundred (\$500.00) Dollars

**ARTICLE VII**  
**SUBSCRIBERS (INCORPORATORS)**

The name and address of the subscriber of these Articles of Incorporation and the number of shares he has elected to take is as follows:

<b><u>SUBSCRIBER</u></b>	<b><u>ADDRESS</u></b>	<b><u>NUMBER OF SHARES</u></b>
Joseph P. Herde	1861 N. Federal Highway, Suite 238 Hollywood, Florida 33020	51

**ARTICLE VIII**

**DIRECTORS**

The initial number of Directors of this corporation shall be two (2). The number of Directors may either be increased or decreased from time to time by a vote of the stockholders in conformity with the By-Laws of the Corporation but shall never be less than one (1).

**ARTICLE IV**

**INITIAL BOARD OF DIRECTORS**

The name and address of the member of the initial Board of Directors who, subject to the provisions of the Certificate of Incorporation, the By-Laws and the corporation Laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until successors are elected and qualified, are:

**NAME**

**ADDRESS**

Joseph P. Herde	1861 N. Federal Hwy, #238	Hollywood, FL 33020
Charles Lambert	5850 SW 102 Ave	Cooper City, FL 33328

**ARTICLE X**

**VOTING RIGHTS**

Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purpose shall be vested exclusively in the holders of the outstanding common shares.

**ARTICLE XI**

**PRE-EMPTIVE 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 or she already holds, shall have the right to purchase his or her pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE XII**

**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 16531 SW 104 Ave, Miami, Florida 33157, and the name of the initial Registered Agent of this corporation at that address is Salvatore Gugliuzza.

**ARTICLE XIII**

**INDEMNIFICATION**

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

DATED this 1<sup>st</sup> day of January, 2002

  
\_\_\_\_\_  
Joseph P. Herde

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

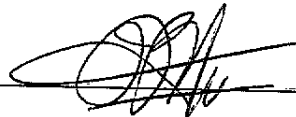
02 JAN -2 PM 3:03

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
PURPOSE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHO PROCESS  
MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE  
FOLLOWING IS SUBMITTED:

FIRST, THAT COMPUWAVE CONSULTING, INC. IS DESIRING TO ORGANIZE  
OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL  
PLACE OF BUSINESS AT 1861 N FEDERAL HIGHWAY, SUITE 238, STATE OF  
FLORIDA, HAS NAMED SALVATORE GUGLIUZZA, AT 16531 SW 104 Ave, Miami,  
STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN  
FLORIDA.

Signature: \_\_\_\_\_



Title: \_\_\_\_\_

INCORPORATOR

Date: \_\_\_\_\_

1-1-62

Having been named as registered agent and to accept services of process for the above  
stated corporation, at the place designated in this certificate, I hereby agree to accept the  
appointment as registered agent and 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 as registered agent.

Signature: \_\_\_\_\_



Date: \_\_\_\_\_

1/1/62