

# PO2000105393

THE LAW OFFICE OF

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*Julio R. Carrión*

*Nareisa N. Guzmán*

September 20, 2002

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

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-09/26/02--01027--004  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

**SUBJECT: Articles of Incorporation  
INVICTUS PROFESSIONAL CONSULTING, INC.**

Dear Sir/Madam:

Enclosed hereto please find an original and one (1) copy of the articles of incorporation of INVICTUS PROFESSIONAL CONSULTING, INC., and a check payable to the Department of State in the amount of \$70.00 for the following fees:

Filing Fee	\$35.00
Designation of Resident Agent	\$35.00
<b>Total</b>	<b>\$ 70.00</b>

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
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Thank you for your assistance in this matter and should you have any questions do not hesitate to contact me.

Very truly yours,  
**CARRION & GUZMAN, P.A.**

  
Julio R. Carrión, Esquire

Enclosure

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***ARTICLES OF INCORPORATION***  
***OF***  
**INVICTUS PROFESSIONAL CONSULTING, INC.**

**ARTICLE I - NAME and PRINCIPAL PLACE OF BUSINESS**

The name of the corporation is, INVICTUS PROFESSIONAL CONSULTING, INC., and principal place of business shall be located at 960 Arrington Circle, Oviedo, Florida 32765.

**ARTICLE II - DURATION**

This corporation shall have perpetual existence commencing on the date of this filing of these Articles of Incorporation with the Department 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 ten thousand (10,000) shares of common stock at Ten Dollars (\$10.00) par value, which shall be designated as "Common Shares."

**ARTICLE V - INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and Florida street address of the initial registered agent of this corporation are Julio Carrion, Esquire, 600 North Thacker Avenue, Suite D-29, Kissimmee, Florida 34741.

## **ARTICLE VI - DIRECTORS**

Initially, this corporation shall have one (1) Director who shall serve until their successors shall be elected/appointed from time to time by the Bylaws. The name and address of the initial director are as follows:

<u><b>Name</b></u>	<u><b>Address</b></u>
Nelson R. Santini	960 Arrington Circle Oviedo, Florida 32765.

## **ARTICLE VII - OFFICERS**

The name and address of officers of the corporation shall be appointed by the Board of Directors in accordance with the Bylaws.

## **ARTICLE VIII - INCORPORATOR**

The name and address of the Incorporator signing these articles of incorporation are:

<u><b>Name</b></u>	<u><b>Address</b></u>
Nelson R. Santini	960 Arrington Circle Oviedo, Florida 32765.

## **ARTICLE IX - INDEMNIFICATION**

The corporation shall indemnify any Officer or Director, to the full extent permitted by law. No Officer or Director shall be liable for monetary damages to the corporation or any other person for any statement, vote, decision, or failure to act, regarding corporate management policy, unless that Officer or Director breached or failed to perform his duties as an Officer or Director as provided in Section 607.0831, Florida Statutes.

## **ARTICLE X - AMENDMENT**

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

Articles may be amended at any time by the majority vote of shareholders.

**IN WITNESS WHEREOF**, the undersigned incorporators have executed these Articles of Incorporation on the date of signing.

Dated this 20<sup>th</sup> day of September 2002.

A handwritten signature in black ink, appearing to read "N. Santini", is written over a horizontal line.

**Nelson R. Santini**  
**Incorporator**

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

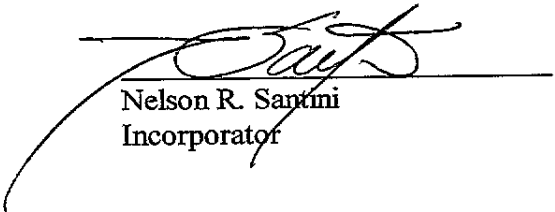
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**CERTIFICATE DESIGNATING PLACE AND NAMING AGENT  
UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First, that Nelson R. Santini, desiring to organize INVICTUS PROFESSIONAL CONSULTING, INC., and/or qualify under the laws of the State of Florida, has named Julio R. Carrion, Esquire, 600 North Thacker Avenue, Suite D-29, Kissimmee, Florida 34741, as its agent to accept service of process within the State of Florida.

Dated this 8<sup>th</sup> day of August 2002.



Nelson R. Santini  
Incorporator

**ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT**

Having been named as registered agent of INVICTUS PROFESSIONAL CONSULTING, INC., and 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. 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 obligations of my position as resident agent.

Dated this 20<sup>th</sup> day of September 2002.



Julio R. Carrion Esquire  
Registered Agent