

P02000112919

Carlos Humberto Londoño

Requester's Name

4969 SW 165 Ave Miramar FL 33027

Address

(954) 441-5583

Phone #

USA Strategic Mktg
4969 SW 165th Ave.
Miramar FL 33027

EFFECTIVE DATE

6-26-02

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 JUL -5 PM 12:00

FILED

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. MULTI CONSULTING GROUP, INC.

(Corporation Name)

(Document #)

3000006233113--4

-07/05/02--01085--007

*****78.00 *****78.00

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)

☐ Walk in

☐ Pick up time

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS

- ☐ Profit
- ☐ Not for Profit
- ☐ Limited Liability
- ☐ Domestication
- ☐ Other

AMENDMENTS

- ☐ Amendment
- ☐ Resignation of R.A., Officer/Director
- ☐ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☐ Merger

OTHER FILINGS

- ☐ Annual Report
- ☐ Fictitious Name

REGISTRATION/QUALIFICATION

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

Examiner's Initials

CR2E031(7/97)

002-25217

002-20213

002-79881

10-21-02



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

August 29, 2002

CARLOS HUMBERTO LANDONO
4969 SW 165TH AVE
MIRAMAR, FL 33027

SUBJECT: MULTICONSULTING GROUP, INC.
Ref. Number: W02000025217

We have received your document for MULTICONSULTING GROUP, INC. and your check(s) totaling \$78.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

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

You failed to make the correction(s) requested in our previous letter.

~~I certify that the Secretary of this office has received from MULTICONSULTING GROUP, INC. a corporate certificate of incorporation filed in the State of Florida, dated August 27, 2002.~~

~~The document number of this corporation is W02000025217.~~

~~I further certify that said corporation has paid all fees due this office through December 31, 2002, and it has not filed its annual report or its business report, and it is not a defunct corporation.~~

PLEASE CALL BEFORE SENDING DOCUMENT BACK.,

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) 245-6930.

Donna Graves
Document Specialist
New Filing Section

Letter Number: 902A00050521

Put original file date. Effective date: June 26, 02

EFFECTIVE DATE
6-26-02

FILED
02 JUL -5 PM 12:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
MULTICONSULTING GROUP, INC.

The undersigned, for the purpose of forming a Corporation under Florida General Corporation Act Chapter 607, does hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of the Corporation shall be:

MULTICONSULTING GROUP, INC.

The initial office address of this corporation shall be 4969 SW 165th. Ave. Miramar Fl 33027

The initial mailing address of this corporation shall 4969 SW 165th. Ave. Miramar Fl 33027

ARTICLE II

The duration of this corporation is perpetual and shall commence its corporate existence on June 26th., 2002 or as soon thereafter as permitted by State of Florida

ARTICLE III

The general purposes for which the Corporation is organized are:

1. To transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.
2. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV

The aggregate number of shares that the Corporation is authorized to issue is Ten Thousand (10,000). Such shares shall be of a single class, and shall have a par value of One Dollar (\$1.00) per share

Partners:

The distribution of the shares will be as follows:

One Thousand shares with a value of One Dollar (\$1.00) per share

CARLOS HUMBERTO LONDOÑO OWNS 350 SHARES (50%)
CARLOS RAMON ARANCIBIA OWNS 350 SHARES (50%)

ARTICLE V

The street address of the initial registered office of this corporation is: 4969 SW 165th. Ave. Miramar Fl 33027

And the name of the initial registered Agent of this corporation at that address is Carlos Humberto Londoño

ARTICLE VI

The business of the Corporation shall be conducted by a Board of Directors, the number of members of which, except for the initial board, be determined by the By-Laws, but shall never be fewer than one (1)

ARTICLE VII

The initial Board of Directors shall consist of four (4) members. The name and street address of the initial Board of Directors, who shall hold office for the first year of the Corporation's existence or until their successors are elected and have qualified as follows:

CARLOS HUMBERTO LONDOÑO V.
4969 SW 165th. Ave. Miramar Fl 33027

CARLOS RAMON ARANCIBIA
6885 NW 25 th Street
Miami Fl 33122

CAMILO DUARTE
4969 SW 165th Ave. Miramar Fl 33027

The Chairman and President of the Board of Directors, will be **CARLOS HUMBERTO LONDONO V.**

ARTICLE VIII

ARTICLE VIII

The name and address of the Incorporator of this Corporation is:

Carlos Humberto Londoño
4969 SW 165 Av.
Miramar Fl 33027

ARTICLE IX

- A. The Corporation shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit or proceeding, whether civil or criminal, administrative or investigative, by reason of the fact he is or was a Director, Officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a Director, Officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, against expenses (including attorney's fees), judgments, fines and amounts paid in settlement, actually and reasonably incurred by him in connecting with such action, suit or proceeding, if he has no reasonable cause to believe his conduct was unlawful. However, with respect to any action by or in the right of the Corporation to procure a judgment in its favor, no indemnification shall be made in respect of any claim, issue or matter as to which such person is adjudged liable for negligence or misconduct in the performance of his duty to the Corporation unless, and only to the extent that, the Court in which such action or suit was brought determines, on application, that, despite the adjudication of liability, such person is fairly and reasonably entitled to indemnify in view of all the circumstances of the case. Any indemnification hereunder shall be made only on a determination by a majority of disinterested directors that indemnification is proper in the particular circumstances because the party to be indemnified has met the applicable standard of conduct. Determination of any action, suit or proceeding by judgment, order settlement, conviction, or on a plea of nolo contendere or its equivalent, shall nor, of itself, create a presumption that the party did not meet the applicable standard of conduct in advance of the final disposition of any action, suit or proceeding, on a preliminary determination of the Director, Officer, employee, or agent met the applicable standard of conduct and in receipt of any undertaking by or on behalf of the Director, Officer, employee, or agent to repay such amount, unless it is ultimately determined that he is entitled to be indemnified by the Corporation as authorized in this section.
- B. The Corporation Shall also indemnify any Director, Officer, employee or agent who has been successful on the merits or otherwise, in defense of any action, suit, or proceeding, or in defense of any claim, issue or matter therein, against all expenses, including attorney's fees, actually and reasonably incurred by him in connection therewith, without the necessity of an independent determination that such Director, Officer, employee or agent met any appropriate standard of conduct.
- C. The indemnification provided for herein shall continue as to any person who has ceased to be a Director, Officer, employee, or agent, and shall inure to the benefit of the heirs, executors, and administrators of such person.

- D. In Addition on the indemnification provided for herein, the Corporation shall have power to make any other or future indemnification, except an indemnification against gross negligence or will full misconduct, under any resolution or agreement duly adopted a majority of disinterested directors, or duly authorized by a majority of stockholders.
- E. If any expenses or other amounts are paid by way of indemnification, other than by court order or action by the stockholders of written notice of the nest annual meeting, unless such meeting is held within three (3) months from the date of such payment, and, any event, within fifteen (15) months from the date of such payment, deliver by mail to each stockholder of record at the time entitled to vote for the election of Directors, a statement specifying the persons paid, the amount paid, and the nature and status at the time of such payment of the litigation or threatened litigation.

ARTICLE X

The Corporation shall have the power to purchase and maintain insurance on behalf of any person who is or was a Director, Officer, employee or agent of the Corporation, or who is or was serving at the request of the Corporation as a Director, Officer, employee, or agent, of another corporation, partnership, joint venture, trust, or other enterprise, against any liability asserted against him an incurred by him in any such capacity, or arising out of his status as such, whether or not the Corporation would have authority to indemnify him against such liability under the provisions under these Articles, or under law.

ARTICLE XI

No contract or other transaction between the Corporation and one or more of its Directors of any other corporation, firm association or entity in which one or more of its Directors or Officers are financially interested, shall be either void or voidable because of such relationship or interest or because such Director or Directors are present at he meeting of the Board of Directors or a Committee thereof which authorizes, approves, or ratifies such contract or transaction or because his or their votes are counted for such purpose, if:

- (a) The fact of such relationship or interest is disclosed or known tot the board of Directors or Committee which authorizes, approves, or rectifies contract or transaction by vote or consent sufficient for the purpose without counting the votes or consents of such interested Directors: or
- (b) The fact of such relationship or interest is disclosed or known to the stockholders entitled to vote and they authorize, approve, or rectify such contract or transaction by vote written consent: or
- (c) The contract or transaction is fair and reasonable, as to the Corporation at the time it is authorized by the Board a Committee, or the stockholders.

IN WITNESS WHEREOF, the Incorporator hereto has hereunto affixed his hand and seal
this 28 day of June, 2002

CARLOS HUMBERTO LONDOÑO

**ACCPETANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

CARLOS HUMBERTO LONDOÑO, having a business office identical with registered
office of the corporation named above, and having been designated as the Registered Agent
in the above and foregoing Articles, is familiar with and accepts the obligations of the
position of Registered Agent under Section 607.0505, Florida Statutes


CARLOS HUMBERTO LONDOÑO

DATE 06/26/02

Signature


CARLOS HUMBERTO LONDOÑO V.

Signature


CARLOS RAMON ARANCIBIA

Signature


CAMILO DUARTE

FILED
02 JUL -5 PM 12: 00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA