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Florida Department of State
Division of Corporations
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To:
Division of Corporations
Fax Number : (850) 205-0381

From:
Account Name : JIM SIERRA & ASSOCIATES
Account Number : 110677000356
Phone : (305) 271-7310
Fax Number : (305) 271-4422

FLORIDA PROFIT CORPORATION OR P.A.

AXP SOLUTIONS, INC.

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$78.75

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D. WHITE JAN 23 2003

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

03 JAN 22 AM 9:46

APPROVED
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FROM : TAXSMART INC JIM SIERRA ASSOC PHONE NO. : 305 271 4422

APPROVED
Jan. 22 2003 06:52PM P2
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ARTICLES OF INCORPORATION SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- OF -

AXP SOLUTIONS, INC.

The UNDERSIGNED, hereby associate ourselves together for the purpose of becoming a corporation under the Laws of the State of Florida, by and under the provisions of the Statutes of the said State of Florida.

ARTICLE I

The name of this corporation shall be:

AXP SOLUTIONS, INC.

ARTICLE II

The corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at any time is ONE HUNDRED (100) shares of common stock, having a par value of ONE DOLLAR (\$1.00) PER SHARE.

ARTICLE IV

The amount of capital with which this corporation will begin business shall be the sum of not less than ONE HUNDRED (\$100.00) DOLLARS.

Prepared by:
JIM SIERRA & ASSOCIATES
5550 SW 87TH AVENUE
MIAMI, FL 33165
TEL. (305) 271-7310
FAX. (305) 271-4422

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ARTICLE V

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE VI

The initial street address of the principal office of the corporation shall be:

7815 CAMINO REAL #102
MIAMI, FL 33143-6854

ARTICLE VII

The number of Directors of this corporation shall be at least one (1) and no more than five (5).

ARTICLE VIII

The name and street address of the member(s) of the first Board of Directors of this corporation is as follows:

ROBERTO ARGUELLO
Pres/Vice-Pres/Sec/Treasurer
7815 Camino Real # 102
Miami, FL 33143-6854

ARTICLE IX

The name and street address of the person(s) signing these Articles of Incorporation as subscriber is as follows:

ROBERTO ARGUELLO
7815 Camino Real # 102
Miami, FL 33143-6854

FROM : TAXSMART INC JIM SIERRA ASSOC PHONE NO. : 305 271 4422

Jan. 22 2003 06:33PM P4

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ARTICLE X

The corporate existence of this corporation shall begin on the date the Articles of Incorporation are filed of record.

IN WITNESS WHEREOF, the undersigned, ROBERTO ARGUELLO, being natural person(s), competent to contract, has here unto set his/their hands and seal this 22nd day of January, 2003



ROBERTO ARGUELLO
PRESIDENT

Prepared by:
JIM SIERRA & ASSOCIATES
3350 SW 87TH AVENUE
MIAMI, FL 33165
TEL. (305) 271-7310
FAX. (305) 271-4422

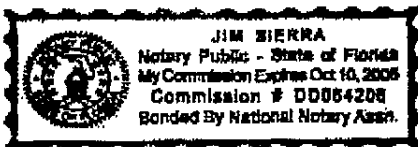
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**STATE OF FLORIDA S.S.
COUNTY OF DADE**

BEFORE ME, the undersigned Notary Public of the State of Florida personally appeared ROBERTO ARGUELLO, known and known to me, to be the person(s) described herein and who executed the foregoing Articles of Incorporation, and he/she/they acknowledged before me that he/she/they executed the same freely and voluntarily for the purpose therein expressed.

WITNESS my hand and official seal this 22nd day of January, 2003.




JIM SIERRA
Notary Public

My commission expires:

Prepared by:
JIM SIERRA & ASSOCIATES
5550 SW 87TH AVENUE
MIAMI, FL 33165
TEL. (305) 271-7310
FAX. (305) 271-4422

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

IN COMPLIANCE WITH SECTION 607.325, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

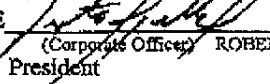
FIRST THAT: AXP SOLUTIONS, INC.

WITH ITS PLACE OF BUSINESS AT: 7815 CAMINO REAL #102 MIAMI FL 33143-6854

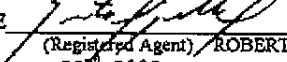
HAS NAMED ROBERTO ARGUELLO
(Name of Registered Agent)

LOCATED AT: 7815 CAMINO REAL #102 MIAMI FL 33143-6854
- PO Box address ARE NOT acceptable)

CITY OF MIAMI STATE OF FLORIDA AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN
FLORIDA.

SIGNATURE 
(Corporate Officer) ROBERTO ARGUELLO
TITLE: President
DATE: January 22nd, 2003

I, HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATE 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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE 
(Registered Agent) ROBERTO ARGUELLO
DATE: January 22nd, 2003

Prepared by:
JIM SIERRA & ASSOCIATES
5550 SW 87TH AVENUE
MIAMI, FL 33165
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FAX. (305) 271-4422

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