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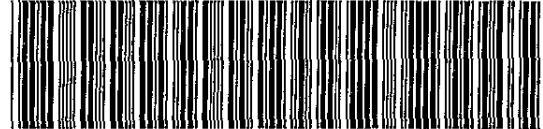
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APR 14 2003

Graf and Associates  
agent for  
The New R.P.O. Self-Educational Foundation  
A Type "B" Not-For-Profit Membership Corporation

Date: April 4th, 2003

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

Re: Articles of Incorporation for New Universal Exemption, Inc.

Ladies and Gentlemen:

Respectfully, please find enclosed for filing as a for-profit corporation: New Universal Exemption, Inc.

Please return a certified copy to:

Name: New Universal Exemption, Inc.

Address: 1299 N.W. 79 Street City, Miami,  
State of Florida zip 33147

Attn: Graf Paige and Associates, Inc. - Agent

Please find the required fee of \$122.50 in the form of a Postal money order.

Thank you for your early return service in the interest of people  
(and animals I am sure) everywhere.

Very Truly Yours,

*Graf Paige*  
Graf Paige  
Agent for the New  
RPO Membership

copy: New RPO Board of Directors  
Open file

(305) 694-9676

*Doubling the Economy - I corporation at a time*

ARTICLES OF INCORPORATION.

OF

New Universal Exemption, Inc.

03 APR -9  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
APR 25

We, the undersigned persons, residents of the State of Florida and citizens of the United States, do hereby associate ourselves together for the purposes of forming a for-profit corporation pursuant to Chapter 607, of the Florida Statutes, and adopt(s) the following articles of incorporation for such corporation.

ARTICLE 1

Name

The name of the corporation shall be New Universal Exemption, Inc. with its principal place of business at 1299 N.W. 79 Street, Miami, Fla. 33147 and such other places within or without the United States as may be designated by said corporation. The name of the registered agent at such address is Graf Paige.

ARTICLE 11

Duration

The period of duration of this corporation is perpetual, unless dissolved according to law. Corporate existence shall commence up on the filing of this document.

ARTICLE 111

Specific and Primary Purpose

The specific and primary purposes for which the corporation is organized will be:

"To promote a general development corporation; to engage in any commercial, industrial, agricultural, real estate, or engineering enterprise calculated or designed to be profitable to this corporation, to deal with finance of all types and descriptions as principle, agent or partnership in conjunction with any for-profit, partnerships, sole proprietorship and non-profit, not-for-profit corporations within or without the United States.

ARTICLE IV

General and Objective Purposes

The general and objective purposes of this corporation proposed to be transacted, promoted or carried on is to engage in any lawful practice or activity as authorized by its Articles and By-Laws; and to conduct a business in a profitable and ethical manner complying with local, county, state and federal statutes of law, and to Merge New

Universal Exemption, Inc. with New Graf Paige and Associates, Incorporated, a Type "C", not-for-profit corporation within the confines of the McKinney's Consolidated Laws of New York, Annotated, book 37, Not-For-Profit Corporation law(s), section 908, Merger of a Business with a Tax-Exempt Local Development Corporation.

11. To adopt, amend or repeal by-laws, including emergency by-laws relating to the activities of the corporation, the conduct of its affairs, its rights or powers or the rights or powers of its members, directors or officers.
12. To make donations, irrespective of corporate benefit, for the public welfare or for the community fund, hospital, charitable, educational, scientific, civic or similar purposes.
13. To be a member, associate or manager of any for-profit or not-for-profit activities or to the extent permitted in any other jurisdiction to be an incorporator of other corporations.
14. To have and exercise all powers necessary to effect any or all of the purposes for which the corporation is formed.
15. Notwithstanding any of the other provisions of this certificate, the corporation shall not conduct or carry on any unlawful or illegal activities contrary to statutes of law in any jurisdiction with-in or without the United States, except as may be in furtherance of the specific and primary purposes for which the corporation was formed.

#### ARTICLE VI

##### Capital Stock

The total authorized capital stock of the Corporation shall be Twenty million common shares of .001 value.

#### ARTICLE VII

##### Officers

- Section 1. **PRESIDENT:** The President shall preside at all meeting of the Board of Directors; shall appoint committees and shall be as a officer member of such committees and perform such other duties as generally pertain to this office.
- Section 2. **VICE-PRESIDENT:** In the absence of the President, the Vice - President shall perform the duties pertaining to the office of the President, and shall perform all duties delegated to him by the President.
- Section 3. **SECRETARY:** The Secretary shall be responsible for keeping the minutes of all meetings of the Board of Directors and shall have general charge of the corporate book and seal of the corporation as well as memberships. He/she shall notify the Board of Directors of all meetings of the Board and take the minutes of such meetings. Those minutes of those meetings shall be read to the next Board of Directors meeting. He/she shall have charge of the contracts of the corporation.
- Section 4. **TREASURER:** The treasurer shall be responsible for keeping charge of the funds of the corporation and take reports of the receipts and disbursements in such form and manner as the Board may direct. He/she shall collect or cause to collect all payments, fees owing the corporation, shall keep or cause to be kept proper accounts of the corporation. He/she shall pay all bills or cause them to be paid by a properly designated person.

Section 5. The officers shall be elected by the Board of Directors of the corporation at its first meeting.

#### ARTICLE VIII

##### Board of Directors

- Section 1. The general business affairs of this corporation shall be vested in a Board of Directors, consisting of not less than three (3) and not more than twenty (20) members. A Director may resign by written notice delivered to the Board of Directors. The initial Directors shall hold office until the first annual meeting of the corporation at which time a Board of Directors shall be elected. The term of Directors thereafter chosen shall be for a period of five (5) years except that the terms of office of persons chosen to fill vacancies arising by reasons of death, resignations or otherwise, shall be for the unexpired term of the Director whose place is vacant.
- Section 2. The management and administration of the corporation shall be vested in the Board of Directors.
- Section 3. The Board of Directors shall be elected by two-thirds quorum vote of the Board of Directors of the Corporation.
- Section 4. If any vacancy occurs in the Board of Directors by reason of death or resignation of one of its members, the President shall appoint a Director to fill such vacancy.
- Section 5. The below Directors shall be considered to have held and exercised the powers of the following officers and shall continue to do so until the election of the first Board of Directors meeting.

- |  |                              |
|--|------------------------------|
| 1. Maximo Jose Rodriguez<br>1299 N.W. 79 Street,<br>Miami, Florida 33147 | President/Treasurer Director |
| 2. Victor Ballesta<br>1299 N.W. 79 Street<br>Miami, Florida 33147        | Vice President Director      |
| 3. Luz Rodriguez<br>1299 N.W. 79 Street<br>Miami, Florida 33147          | Corporate Secretary Director |

#### ARTICLE IX

##### Meetings

- Section 1. There shall be an annual meeting of the members of this corporation at such time as shall be designated in the by-laws of this corporation.
- Section 2. The annual meeting of the Board of Directors shall be held each year following the annual meeting of the members. Additional meetings of the Board of Directors may be called at any time at

the discretion of the President, or upon call by one-third (1/3) of the members of the Board of Directors upon one (1) weeks notice to the members of the Board of Directors.

Section 3. All officers shall assume office immediately upon election and shall serve for a period of five (5) years or until their successors are elected.

Section 4. At any Board meeting, a majority of Board members shall constitute a quorum.

Section 5. In case any office becomes vacant by death or resignation, the Board of Directors shall elect one (1) of its members to fill the vacancy, who shall hold such office for the expired term.

#### ARTICLE X

##### Paid in Shares

All shares of this Corporation shall be paid in as the Board of Directors may designate and as provided by law, and said shares when issued shall thereupon and thereby be fully paid and non-assessable.

#### ARTICLE XI

##### Amendments

These articles of incorporation may be amended by a two-thirds (2/3) quorum vote of the Board of Directors at any regular meeting, provided copies of the proposed amendments have been sent to members at least one (1) week prior to the meeting at which said amendments are to be considered.

#### ARTICLE XII

##### Location

The street address and city of the initial registered office of the corporation shall be 1299 N.W. 79 Street, Miami, Florida 33147

AND THE NAME OF THE REGISTERED AGENT AT SUCH ADDRESS SHALL BE IS: Graf Paige.

#### ARTICLE XIII

##### Distribution of Assets on Dissolution

In the event that the corporation shall be terminated or cease to exist or the purposes of this corporation ceases effectively to be carried out, this corporation may be dissolved and the assets may be distributed by its Board of Directors and members according to existing statutes of law.

Dated the Fourth day of April, 2003

IN WITNESS WHEREOF, the undersigned being the incorporator(s) of this corporation have executed these Articles of Incorporation.

Signature(s) of Incorporator(s)

Graf Paige  
Graf Paige

ACCEPTANCE BY REGISTERED AGENT

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 and I accept the duties and obligations Section 607.325 of the Florida Statutes of Law.

Graf Paige  
(Registered Agent)  
Graf Paige

STATE OF FLORIDA  
COUNTY OF DADE

Before me, the undersigned authority, personally appeared

Graf Paige

to me well known to be the person(s) who executed the foregoing Articles of incorporation and acknowledge before me, according to law, that he made and subscribed the same for the purposes therein mentioned and set forth. IN WITNESS WHEREOF, I have hereunto set my hand and seal this Fourth day of April, 2003.

My commission expires: 5-11-05

Chester Coachman Sr.  
(Notary Public)  
Chester Coachman Sr.



SEAL

Chester Coachman, Sr.  
Commission # DD 01249  
Expires May 11, 2005  
Bonded Thru  
Atlantic Bonding Co., Inc.

FILED  
03 APR -9 AM 11:25  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE