

P03000055839

Renzo Higa

(Requestor's Name)

840 82<sup>nd</sup> St. #4

(Address)

(Address)

Miami Beach, FL 33141

(City/State/Zip/Phone #)

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ARTICLES OF INCORPORATION OF

INVENTORY WORKS, INC.

A Florida Profit Corporation.

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**ARTICLES OF INCORPORATION OF  
INVENTORY WORKS, INC.**

A Florida Profit Corporation

**ARTICLE I**

The name of this Corporation is: **INVENTORY WORKS, INC.**

**ARTICLE II**

The specific and primary purpose for which this corporation is formed shall be to engage in the Business of Inventory, Implement Inventory Control System, All activities and Tasks from Inventory, Research and Resolution of Inventory Discrepancies, Services related to Inventory Control and Warehouse tasks, Personal Training in Inventory Control, Seminars and, any other lawfully activity permitted in Florida State and United States of America.

**ARTICLE III**

The Corporation shall never have less than one Director nor more than fifteen Directors.

**ARTICLE IV**

Directors shall be of the age of majority in this state.

**ARTICLE V**

The number of shares of stock that this corporation is authorized to have outstanding at any time is: 100 Shares at \$1.00 per value.

**ARTICLE VI**

The street address of the principal office of the corporation and, the initial registered office and the name of the initial registered agent is: Renzo Higa, 840 82<sup>nd</sup> St. Ste #4 Miami Beach Fl. 33141.

## **ARTICLE VII**

There shall be two directors constituting the initial Board of Directors. The names and addresses of the persons who are to serve as initial directors are:

RENZO HIGA/President  
840 82<sup>nd</sup> St. #4  
Miami Beach Fl. 33141.

JUAN HIGA/Vice-President  
840 82<sup>nd</sup> St. #4  
Miami Beach fl. 33141.

## **ARTICLE VIII**

The Board of Directors exercising his power and duties have authorized the name and address of the person who shall be the incorporators of this corporation as follow:

RENZO HIGA  
840 82<sup>nd</sup> St. #4  
Miami Beach Fl. 33141

JUAN HIGA  
840 82<sup>nd</sup> St. #4  
Miami Beach Fl. 33141

## **ARTICLE IX**

- (a) Board of Directors: The powers of this corporation shall be exercised its properties controlled and its affairs conducted by a board of directors. The number of directors of the corporation shall be initially two however that such number may be changed by a bylaw duly adopted by the members.

The Directors shall hold the office until such time as an election of directors shall be held. The Directors elected at the first annual meeting and, at all times thereafter, shall serve for a term of one year until the annual meeting of member following the election of directors and until the qualification of the successors in office.

- b) Corporation officers: The Board of Directors shall elect the following officers: President, Vice-President, Treasurer and Secretary, and such other officers as the bylaws of this corporation may authorize the directors to elect from time to time. Such officers shall be initially elected at the first annual meeting of the board of directors. Until such election is held, the following persons shall serve as incorporate officers:

PRESIDENT—RENZO HIGA  
VICE-PRESIDENT—JUAN HIGA

## **ARTICLE X**

Notwithstanding any other provision of these articles or state law, this corporation shall not except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

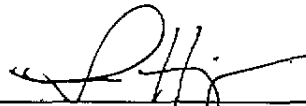
## **ARTICLE XI**

In order to induce officers or directors of the corporation to serve or continue to serve as such, the corporation shall indemnify and hold harmless each person who heretofore has served or shall serve at any time hereafter as a director or officer of the corporation, and any person who serves at the request of this corporation as a director or officer of any other corporation, from and against any and all claims and liabilities to which such person shall become subject to by reason of this having heretofore or hereafter been a director or officer of the corporation, or by reason of any action alleged to have been heretofore or hereafter taken or omitted by him as such director or officer, and shall reimburse each such person for all legal and other expenses reasonably incurred by him in connection with any such claim or liability; provided that no person shall be indemnified against, or be reimbursed for any expenses incurred in connection with any claim or liability as to which it shall be adjudged that such officer or director is liable for willful misconduct in the performance of his duties.

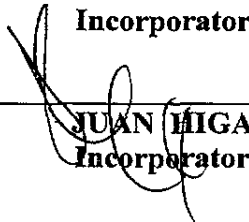
The Board is hereby authorized to obtain Directors and Officers liability Insurance covering acts heretofore and hereafter occurring and to pay for same from funds of the Corporation.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled, nor shall anything herein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case even though not specifically herein provide for.

We, the undersigned, being the incorporators of this corporation (duly authorized by the Board of Directors), for the purpose of forming this corporation under the laws of the State of Florida, have executed these articles of Incorporation on this 14<sup>th</sup> day of May of 2003, at Miami Dade County, State of Florida.



**RENZO HIGA**  
Incorporator



**JUAN HIGA**  
Incorporator

## **CERTIFICATE**

### **DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR SERVICE OF PROCESS WITHIN THIS STATE, REGISTERED OFFICE AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

In pursuance of Florida Statutes, The following is submitted, in compliance with said act:

That, **INVENTORY WORKS, INC.** deciding to organize under the laws of the State of Florida with it's principal office, as indicated in the Articles of Incorporation at the City of Miami, Miami Dade, State of Florida, has named **RENZO HIGA located at 840 82<sup>nd</sup> Ste #4, Miami Beach FL 33141.**, as its agent to accept services of process within this state.

## **ACKNOWLEDGEMENT**

Having been named to accept services of process for the above stated Corporation, at place designated in this certificate, I hereby accept the appointment, agree to act in this capacity, and familiar with and hereby accept the duties and responsibilities of registered agent for said corporation.

SIGNED BY: \_\_\_\_\_

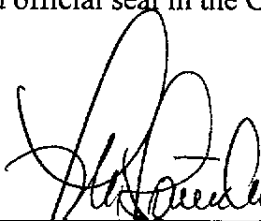
  
AGENT.

Given this 14<sup>th</sup> day of May of 2003 at Miami Dade State of Florida, United States of America.

STATE OF FLORIDA     )  
                                      )  
MIAMI DADE COUNTY    )

**I HEREBY CERTIFY** That, on this day before me, a Notary Public, duly authorized in the State of Florida and County name above to take acknowledgements, personally appeared **RENZO HIGA** and **JUAN HIGA**, to me known to be the persons described as incorporators in and who executed the foregoing Articles of Incorporation and, have acknowledged before me that they subscribed to these Articles of Incorporation.

**WITNESS** my hand and official seal in the County and State named above this 14<sup>th</sup> day of May of 2003.

  
\_\_\_\_\_  
**FERMIN I. CASTAÑEDAS**  
Notary Public  
State of Florida at Large.

My Commission expires: \_\_\_\_\_



Fermin Castaneda  
Commission # GC 868440  
Expires Sep. 1, 2003  
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