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SECRETATION OF TOURS

# TRANSMITTAL LETTER

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

SUBJECT:	Northern Form (PROPOSED CORPORA	ning Corporation	on.	
,	(PROPOSED CORPORA	TE RAME – <u>MUST INCLI</u>	IDE SUFFIX)	
Enclosed are an orig	inal and one (1) copy of the arti	cles of incorporation and	a check for:	
□ \$70.00 Filing Fee	\$78.75 Filing Fee & Certificate of Status	S78.75 Filing Fee & Certified Copy  ADDITIONAL CO	Certified Copy & Certificate of Status	
FROM:	Eli R. Alayo Name  2307 SW 37 Av  Miami, Fl. 3  City,	e Suite # 300 Address 33/45 State & Zip	)	
305-461-3137.  Daytime Telephone number				

NOTE: Please provide the original and one copy of the articles.

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SECRETARY OF STATE TALLAHASSEE FLORIDA

#### ARTICLES OF INCORPORATION

OF

#### NORTHERN FORMING CORPORATION

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

#### ARTICLE I

NAME

The name of the corporation is

NORTHERN FORMING CORPORATION.

# ARTICLE II

# DURATION AND BEGINNING OF CORPORATE EXISTENCE

The corporation shall exist perpetually. The date when the corporate existence of this corporation shall begin shall be the date upon which these Articles of Incorporation are filed with the Secretary of State of the State of Florida.

# <u>ARTICLE III</u>

#### NATURE OF BUSINESS

This corporation is organized for the purpose of transacting any or all-lawful business.

#### ARTICLE IV

#### CAPITAL STOCK

The corporation is authorized to have outstanding one class stock designated as common stock. The maximum number of shares of common stock, which the corporation is authorized to have outstanding, is 1000 shares of Common Stock of a pair value of \$1.00 per share. Holders of common Stock are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting. Holders of common Stock shall not have pre-emptive rights to subscribe to the corporation's securities.

#### ARTICLE V

#### INITIAL REGISTERED OFFICE AND AGENT / MAILING ADDRES

The street address of the initial registered office of the corporation in the State of Florida is 2307 S.W 37 Ave. # 300 Miami, Florida and the name of the initial registered agent of this corporation at that address is

Eli R. Alayo

#### ARTICLE VI

#### INITIAL BOARD OF DIRECTORS

The corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time by amendment to, or in the manner provided in, the bylaws of the corporation.

The names and street address of the initial director are:

ELLR. ALAYO

2307 S.W. 37 Ave. SUITE #300 MIAMI, FLORIDA 33145

LUIS CALIX

2012 N.W.5 Street MIAMI, FLORIDA. 33125

#### ARTICLE VII

#### INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is:

ELI R. ALAYO

2307 S.W. 37 Ave. SUITE #300 MIAMI, FL. 33145

# ARTICLE VIII

#### **BYLAWS**

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

# ARTICLE IX

#### **INDEMNIFICATION**

The corporation shall indemnify, to the full extent permitted by law, any officer, director, employee or agent of the corporation, or any person who at the request of the corporation is or was serving as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise.

#### ARTICLE X

#### **AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any provisions amendment thereto.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 23 day of \_Datober: , 2003

ELIR. ALAY
Incorporator

EXPIRES: December 30, 2006 Bonded Thru Notary Public Underwriters

STATE OF FLORIDA)

) SS.

COUNTY OF DADE)

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared ELI R. ALAYO known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 23th day of Octobes 2003

NOTARY PUBLIC State of Florida

03 OCT 27 PH 6: 20
SECRETARY OF STATE
TALLAHASSEE FLORIDA

#### CERTIFICATE OF REGISTERED AGENT

<u>OF</u>

# NORTHERN FORMING CORPORATION

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That NORTHERN FORMING CORPORATION.

Desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at the City of Miami, County of Dade, State of Florida, has named ELI R. ALAYO, located at 2307 S.W. 37 Ave. Suite # 300, Miami, Florida, as its agent to accept service of process within this State.

#### <u>ACKNOWLEDGMENT</u>

Having been named to accept service of process for the above stated corporation, at place designed in theis Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Dated this 23 day of October 2003

Ramfauff