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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Handwritten signature/initials*

**TRANSMITTAL LETTER**

Department of State

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

**SUBJECT:** IMANA HOLDINGS, INC.  
(Proposed corporation name - must include suffix)

Enclosed is an original and one (1) copy of the  
articles of incorporation and a check for:

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate

☐ \$78.75  
Filing Fee  
& Certified Copy

☒ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

**FROM:** CASWALL A. HART, ESQ.  
Name (Printed or typed)

13899 Biscayne Blvd., Suite 314  
Address

Miramar, Florida 33181  
City, State & Zip

(305) 702-6360  
Daytime Telephone Number

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

**ARTICLES OF INCORPORATION**  
**OF**

**IMANA HOLDINGS, INC.**

The undersigned, subscriber to these Articles of Incorporation, natural person(s) competent to contract, hereby forms a Florida business corporation under the Florida Business Corporation Act, Florida Statutes, §§ 607.0101 et seq.

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TALLAHASSEE, FLORIDA

**ARTICLE I. CORPORATE NAME**

The name of this corporation is: **IMANA HOLDINGS, INC.**

**ARTICLE II. PRINCIPLE OFFICE AND MAILING ADDRESS**

The principal place of business shall be in Miami-Dade County at:

11249 NW 27 AVENUE  
MIAMI, FLORIDA 33167

The mailing address of this Corporation shall be:

IMANA HOLDINGS, INC.  
11249 NW 27 AVENUE  
MIAMI, FLORIDA 33167

The Board of Directors, from time to time, may move the principal place of business to any other County and/or address in the State of Florida and may also have lesser offices at such other places, within or outside the state, that the Board determines are beneficial or the business needs of the corporation.

**ARTICLE III. REGISTERED AGENT AND STREET ADDRESS**

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

CASWALL A. HART  
LAW OFFICES OF CASZIE HART, P.A.  
13899 BISCAYNE BOULEVARD, SUITE 314  
MIAMI, FLORIDA 33181

The Board of Directors, from time to time, may change the Registered Agent or move the Registered Office to any other address in the State of Florida.

**ARTICLE IV. CAPITAL STOCK**

This corporation shall have only one (1) stock, Common Stock. The maximum number of shares of stock the corporation is authorized to issue initially is Five Hundred (500) shares of Common Stock, having par value of \$1.00 each.

#### **ARTICLE V. NATURE OF BUSINESS**

The corporation shall engage in any activity or business permitted under the Laws of the United States of America and of the State of Florida.

#### **ARTICLE VI. TERM OF EXISTENCE**

The Corporation is formed to exist perpetually.

#### **ARTICLE VII. INCORPORATORS**

The names and street address of the person signing these articles of incorporation as the Incorporator is:

EMMANUEL IMANA  
11249 NW 27 AVENUE  
MIAMI, FLORIDA 33167

The mailing address of this incorporator shall be:

EMMANUEL IMANA  
11249 NW 27 AVENUE  
MIAMI, FLORIDA 33167

#### **ARTICLE VII. BOARD OF DIRECTORS**

This Corporation shall have one (1) directors initially. The number of directors may be increased or diminished from time to time by the laws adopted by the stockholders, but shall never be less than one.

#### **ARTICLE VIII. INITIAL DIRECTOR**

The names of the initial directors of this Corporation and street address are:

EMMANUEL IMANA  
11249 NW 27 AVENUE  
MIAMI, FLORIDA 33167

The mailing address of this director shall be:

EMMANUEL IMANA  
11249 NW 27 AVENUE  
MIAMI, FLORIDA 33167

The person named as initial directors shall hold office until a successor is elected or appointed and qualified, whichever occurs first.

## **ARTICLE IX. OFFICERS**

The initial officer(s) of the Corporation shall be:

EMMANUEL IMANA  
President & Chief Executive Officer  
11249 NW 27 AVENUE  
MIAMI, FLORIDA 33167

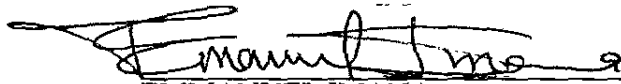
## **ARTICLE X. AMENDMENTS**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors proposed by them to the stockholders and approved at a stockholders meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

## **OPTIONAL PROVISIONS**

1. This Corporation, shall at all times, have one (1) type of stock, Common Stock.
2. The number of shareholders in this Corporation shall never exceed thirty five (35).
3. Each shareholder of this Corporation shall be a citizen or legal permanent resident taxpayers of the United States.
4. All of the proceeds of this Corporation will be distributed to its shareholders at the end of each tax year. Therefore, the Corporation shall not carry over retained earnings from one tax year to the next.
5. EMMANUEL IMANA has the right to maintain an ownership percentage in this Corporation by purchasing at least 51% of any new stock issues. This right is set forth and reserved in these Articles of Incorporation, pursuant to §§ 607.0630(4) and 621.05 of the Florida Statutes.

**IN WITNESS WHEREOF**, the undersigned has executed these Articles of Incorporation, this 29th day of November, 2003.

  
EMMANUEL IMANA  
President & Chief Executive Officer,  
Incorporator

**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT AND  
REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF F.S. § 607.0501, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT IN THE STATE OF FLORIDA.

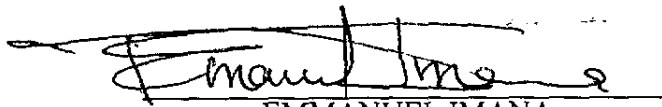
1. The name of the corporation is:

IMANA HOLDINGS, INC.

2. The name and address of the Registered Agent and office to accept service of process in the State of Florida is:


CASWALL A. HART  
LAW OFFICES OF CASZIE HART, P.A.  
13899 BISCAYNE BOULEVARD, SUITE 314  
MIAMI, FLORIDA 33181

3. The street address of the Registered Office and the street address of the Registered Agent are identical.

  
EMMANUEL IMANA  
President & Chief Executive Officer,  
Incorporator

**ACKNOWLEDGEMENT:**

Having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
CASWALL A. HART,  
REGISTERED AGENT.  
Saturday 29th November, 2003.

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TALLAHASSEE, FLORIDA