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#### FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

April 12, 2004

EMPIRE CORPORATE KIT COMPANY

SUBJECT: GREENPOINT SOLUTIONS, INC.

REF: W04000014010

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

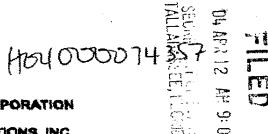
The document must state the number of shares of authorized stock.

The document must contain a registered agent with a Florida street address and a signed statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

If you have any further questions concerning your document, please call (858) 245-6973.

Claretha Golden Document Specialist New Filings Section FAX Aud. #: H04000074357 Letter Number: 804A00023590

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314



# ARTICLES OF INCORPORATION OF GREENPOINT SOLUTIONS, INC.

The undersigned incorporator 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 shall be GREENPOINT SOLUTIONS, INC.

#### ARTICLE II.

#### PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation that be: 4850 Foxshire Circle, Tamps, Florida 33624.

#### ARTICLE III.

#### **PURPOSES**

The purpose for which the corporation is formed and the business and objects to be carried on and promoted by it are as follows:

To transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.

To do such other things as are incidental to the foregoing or necessary or i desirable in order to accomplish the foregoing.

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#### ARTICLE IV.

#### CAPITAL STOCK

The maximum number of shares that this corporation is to have cutstanding at any one time is One Thousand (1,000) shares of common stock, having a nominal or par value of One Dollar (\$1.00) per share. The consideration to be paid for each share shall be fixed by the board of directors but in no event shall be less than \$1.00.

#### ARTICLE V.

#### TERM

This corporation shall commence existence on the date of the filing of these Articles of incorporation and shall have perpetual existence.

#### ARTICLE VI.

#### REGISTERED AGENT AND REGISTERED OFFICE

The Registered Agent for this corporation shall be Timothy L. Green, and the Registered Office shall be located at 4850 Foxshire Circle, Tampa, Florida 33624 or at such other place as the Board of Directors shall from time to time direct, with appropriate notice being given to the Secretary of State in accordance with the law.

#### ARTICLE VII.

#### DIRECTORS

This corporation shall have not less than one nor more than six directors.

It set forth in the By-Lews. The names and street addresses of the first board of directors of this corporation which, subject to these Articles of Incorporation, By-Lews of this corporation, and the laws of the State of Florida, shall hold office lightly its successors have been elected and qualified, are:

NAME: TIMOTHY L. GREEN

TITLE: Director

4850 Foxshire Circle, Tampa, Florida 33624

#### ARTICLE VIII.

#### **INCORPORATOR**

The name and address of the incorporator of these Articles of theorems of the Moneque S. Walker, Esquire, 8280 W. Flagler Street, Suite 1E, Miami, Florida 33144.

#### ARTICLE IX.

#### INSPECTION OF BOOKS AND RECORDS

The corporation shall from time to time determine whether and to what extent and at what times and places and under what conditions and regulations the accounts and books of the corporation (other than the stock book) or any of them shall be open to inspection of shareholders; and no shareholder shall have the right of inspecting and accounts, book or document of this corporation except as conferred by statute, unless authorized by a resolution of the shareholders or the board of directors.

#### ARTICLE X.

#### INDEMNIFICATION OF OFFICERS AND DIRECTORS

Every officer and every director of the corporation shall be indemnified by the corporation, as permitted by law, against all expenses and liability, including counsel feet reasonably incurred by or imposed upon him in connection with any proceeding to which he may be a party or in which he may become involved by reason of his being or having been an officer or director of the corporation, whether or not he is an officer or director at the time such expenses are incurred. The foregoing rights of indemnification shall be in addition to and not exclusive of all other rights to which such officer or director may be entitled.

#### ARTICLE XI.

#### TELEPHONE MEETING AUTHORIZED

Members of the board of directors or of any executive committee designated by the board of directors in accordance with law shall be deamed present at any meeting of the board of directors or executive committee, as the case may be, if a conference telephone or similar communications equipment by means of which all persons participating in the meting can hear and be heard by all other parsons, is used.

#### ARTICLE XII.

#### AMENDMENT

These Ariloles of incorporation may be amended in the manner and with the vote provided by law.

BTATE OF FLORIDA ) COUNTY OF Hills Microsoft )

BEFORE ME, the undersigned authority, this day personally appeared Timothy L. Green, personally known to me as the individual described in and who executed the foregoing Articles of Incorporation accepting designation as the Registered Agent, and he acknowledged before me that he signed and executed the same for the purposes therein set forth.

IN WITNESS WHEREOF, I have hereupto set my hand and official seal at H. II S Devug h County, Florida this The day of April 2004.

10 June November 12, 2004

NOTARY PUBLIC, STATE OF FLORIDA AT LARGE

Ny Commission Expires:

november 12, 2004

95:58 P002-21-844

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IN WITNESS WHEREOF, I have hereunto set my hand and seal at Miami, Dade County, Florida this 7th day of April, 2004.

MONEQUES WALKER, ESQ.

## CERTIFICATE OF ACCEPTING DESIGNATION AS REGISTERED AGENT

I HEREBY CERTIFY that I have accepted the designation as Registered Agent of GREENPOINT SOLUTIONS, INC., and agree to zerve as its agent to accept service of process within this State as its Registered Office.

TIMOTHY L. GREEN

STATE OF FLORIDA }

COUNTY OF DADE }

BEFORE ME, the undersigned authority, this day personally appeared Moneque S. Walker, known to be the Individual described in and who executed the foregoing Articles of Incorporation and she acknowledged before me that she agreed and executed same for the purposes therein set forth.

IN WITNESS WHEREOF, | baye hereunto set my hand and official seal at Miami, Dade County, Florida this | 3 day of | 2 day of | 2004.

NOTARY PUBLIC, STATE OF FLORIDA AT

My Commission Expires:

My Commission Discounts
Emphris May 26, 3507

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