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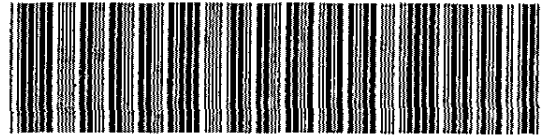
(Business Entity Name)

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## TRANSMITTAL LETTER

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

SUBJECT: Foresight Investment Corporation  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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

☒ \$70.00      ☐ \$78.75  
Filing Fee      Filing Fee  
& Certificate of Status

☐ \$78.75      ☐ \$87.50  
Filing Fee      Filing Fee,  
& Certified Copy      Certified Copy  
& Certificate of  
Status

ADDITIONAL COPY REQUIRED

Requesting  
Quantity (4) Certified Copies  
\$8.75 x 4 = \$35.00

Quantity (1) Certificate of Status  
\$8.75

FROM: Melissa J. Lewis  
Total cost      Name (Printed or typed)  
\$113.75

1765 NW 185 Terrace  
Address

Miami, FL 33050  
City, State & Zip

(786) 355-6685  
Daytime Telephone number

05 JAN 18 PM 2:29  
RECEIVED  
TALLAHASSEE, FL 32314  
DEPT. OF STATE

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

**ARTICLES OF INCORPORATION**  
**OF**  
**FORESIGHT INVESTMENT CORPORATION**

We, the undersigned, associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida by and under the provisions of the Statute of the State of Florida providing for the formation, liabilities, rights, privileges and immunities of a corporation for profit.

**ARTICLE I**

The name of the corporation shall be:

**FORESIGHT INVESTMENT CORPORATION**

**ARTICLE II**

**PRINCIPAL PLACE OF BUSINESS**

The Principal Office and Place of Business of the Corporation is: 1765 N. W. 185th Terrace, Opa-Locka, Florida 33056. We desire the privilege of having Branch Offices and Places of Business at other places within and without the State of Florida, and within and without the United States of America.

**ARTICLE III**

**DURATION:**

The corporation shall have perpetual existence.

**ARTICLE IV**

**GENERAL NATURE OF THE BUSINESS**

The general nature of the business and the objects and purposes proposed to be transacted, promoted or carried on are to do any and all of the things hereinafter mentioned as fully and to the same effect and extent as natural persons might or could do, to wit:

(a) To financially invest into every world wide businesses known to entrepreneur such as manufacture of products of all nature, franchise businesses of all nature, storage businesses of all nature, import/export shipping businesses of all nature, automotive dealer businesses of all nature, grocery stores, restaurants, motion picture production of all nature, sound recording production of all nature, real estate of all nature, but not limited to, etc.

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TALLAHASSEE, FLORIDA

(b) To act as Agent, Producer, Promoter, Representative, Publisher, Song Writer, Music Writer, Script Writer of every name, nature and description on a commission basis, for Artist, Sports Players and all other persons in the Entertainment Field.

(c) To conduct a Theatrical Booking Agency for the purpose of providing Entertainment and Entertainers for private and public purposes.

(d) To engage in any Manner, Shape, or Form, in the recording and reproduction of Human Voice, Musical Instruments, and Sound of every name, and description or nature.

(e) To acquire and operate Phonograph Recording and Electrical Transcription Exchange, and to purchase, acquire, sell, rent, lease, operate, exchange, or otherwise dispose of any and all kinds of Recordings, Electrical Transcriptions or other Devices by which Sound may be reproduced.

(f) To engage in any Manner, Shape, or Form, in the Motion Pictures, Television, Radio, and Industrial Films of every name, nature, and description.

(g) To conduct Educational Training for future Entertainers and Theatrical Performances of every name, nature, and description.

(h) To acquire by purchase, assignment, consignment, manufacture, or otherwise, Musical Instruments of all nature to dispose of by sale or otherwise deem beneficial or necessary by the corporation.

(i) To acquire by purchase, assignment, consignment, lease, or otherwise, lands and interests in lands, and to own, hold improve, develop and manage any Real Estate so acquire, and to erect, or cause to be erected, on any lands owned, held or occupied by the corporation, buildings or other structures, with their appurtenances, and to manage, operate, lease, rebuild, alter or improve any buildings or other structures now or hereinafter erected on any lands owned, held or occupied and to encumber or dispose of any lands or interests in lands; any buildings or other structures, and any Stores, Shops, Suites, Rooms, or parts of any buildings or other structures, at any time owned or held by the corporation.

(j) To acquire by purchase, assignment, consignment, lease, manufacture, or otherwise, any personal property deemed necessary or useful in the equipment, furnishing, improvement, development or management of any property, real or personal, at any time owned, held or occupied by the corporation, and to invest, trade or deal in any personal property deemed beneficial to the corporation, and to encumber or dispose of any personal property at any time owned by or held by the corporation.

(k) To acquire by subscription, purchase or otherwise, to hold for investment or for resale,

to sell, pledge, hypothecate and in all ways deal with Stocks, Script, Bonds, Consols, Debentures, Mortgages, Notes, Trust Receipts, Certificates, of Indebtedness, Interim Receipts, and other Obligations and Securities of corporations, private, public, quasi-public or municipal, foreign or domestic. To collect the interest and dividends on its holdings and the principal thereof when due. To do all things suitable and proper for the protection, conservation or enhancement of the Value of Stocks, Securities, evidences of indebtedness or other properties held by it, including the exercise of the right to vote thereon. To bid upon and purchase at Foreclosure or at other Sales, public or private, real property and Rights or Interests therein of all kinds.

(l) To acquire by purchase, assignment, or otherwise, Banking Institutions, Financial Lending Institutions, Insurance Institutions, Check Cashing Institutions and Franchise Institutions of all nature in which the corporation deem beneficial to Manage, Sell, or dispose of by any manner the corporation is empowered to exercise, whether expressly by force of the general Corporation Laws of the State of Florida, or impliedly by the reasonable Construction of said Laws.

(m) To manufacture, purchase or otherwise acquire, and to own and mortgage, pledge, sell, assign, and transfer or otherwise dispose of, and to invent, trade, deal in and deal with goods, wares, merchandise and other personal property of every class and description whatsoever.

(n) To grant to other persons, Firms and/or Corporations the right or privilege to carry on any kind of Business on the premises of the corporation on such terms as the corporation shall deem expedient or proper.

(o) To acquire, hold, own, dispose of and generally deal in Grants, Concessions, Franchises and Contracts of every kind, to cause to be formed, to promote and to aid in the formation of any Corporation, domestic or foreign.

(p) To do all and everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objects, or the furtherance of any of the powers enumerated in this Article of Corporation or any Amendment thereof necessary or incidental to the protection and benefit of the Corporation, as principal, agent, director or otherwise, and in general, either alone or in Association with other Corporations, Firms or Individuals, to carry on any Lawful Business necessary or incidental to the Accomplishment of the objects of the Corporation, whether or not such Business is similar in nature to the purpose and objects set forth in this Article of Corporation, or any Amendment thereof.

(q) To act as financial, business and/or purchasing Agent for domestic and foreign Corporations, Individuals, Partnerships, Associations, States, Governments or other Bodies.

(r) The enumeration herein of the powers, objects, and purposes of the Corporation shall not be deemed to exclude, by inference, any powers, objects or purposes which the Corporation is empowered to exercise, whether expressly by force of the general Corporation Laws of the State of Florida, or impliedly by the reasonable Construction of said Laws.

(s) To acquire by purchase, assignment, consignment, lease, manufacture, or otherwise, any personal property deemed necessary or useful to sell or lease of all nature but not limited to such as: Equipment, Machinery, Motor Vehicles, Tools, Furnishings, Clothes, Shoes, Hats (head wears), Jewelry, and Real Estate, etc.

(t) To acquire by purchase, assignment, consignment, lease, or otherwise, Live Stock of all nature such as: Farm Animals, Wild or Non Wild Birds, Wild or Non Wild Animals, Horses, Dogs, any Live Stock found in an Ocean, Sea, River, Creak or Pond to be dispose of in any manner deem necessary in which the corporation is empowered to exercise, whether expressly by force of the general Corporation Laws of the State of Florida, or impliedly by the reasonable Construction of said Laws.

(u) To acquire by purchase, assignment, consignment, manufacture, or otherwise, any Pharmaceutical Products the corporation deem beneficial to dispose of by sale or any manner the corporation is empowered to exercise, whether expressly by force of the general Corporation Laws of the State of Florida, or impliedly by the reasonable Construction of said Laws.

(v) To acquire by purchase, assignment, consignment, manufacture, or otherwise, any Food or Drink Products the corporation deem beneficial to dispose of by sale or any manner the corporation is empowered to exercise, whether expressly by force of the general Corporation Laws of the State of Florida, or impliedly by the reasonable Construction of said Laws.

(w) To acquire by purchase, assignment, consignment, or otherwise, Platinum, Gold, and Silver to dispose of by sale or otherwise deem beneficial or necessary by the corporation.

(x) To acquire by purchase, assignment, consignment, or otherwise, Gems such as: Diamonds, Rubies, Sapphire, Pearls, etc. to dispose of by sale or otherwise deem beneficial or necessary by the corporation.

(y) To acquire by purchase, assignment, consignment, manufacture, or otherwise, Oil, Gasoline, Kerosene, Ointments, Dressings, Petroleum Jelly, Petroleum of all nature to dispose of by sale or otherwise deem beneficial or necessary by the corporation.

(z) To acquire by purchase, assignment, consignment, manufacture, or otherwise, Cosmetics of all nature to dispose of by sale or otherwise deem beneficial or necessary by the corporation.

(aa) To acquire by purchase, assignment, consignment, manufacture, lease, or otherwise:

Toys, Manual or Computerize Games of all nature to dispose of by sale or otherwise deem beneficial or necessary by the corporation.

(ab) Establish Bad Debt Collection Agencies and act as agent for many individual companies and receive financial commissions based on total bad debt collections by the corporation.

(ac) To acquire by purchase, assignment, consignment, manufacture, or otherwise, Alcoholic Liquors, Wines, etc. to be dispose of for sale or otherwise, deem beneficial to the corporation which is empowered to exercise, whether expressly by force of the general Corporation Laws of the State of Florida, or impliedly by the reasonable Construction of said Laws.

## **ARTICLE V**

### **CAPITAL STOCK**

The Amount of Capital Stock with which this Corporation shall begin Business, shall not be less than Five Thousand...000/1000 (\$5,000.00) Dollars, either in cash, Merchandise, Real Estate or Services as may determined by the Board of Directors, and total amount of shares of stock to be issued in this Corporation shall be Five Thousand (5,000) Shares of Par Value, and may be paid for in Lawful Money of the United States of America, or by the conveyance of any property, labor, services, or otherwise, at such valuation as may be fixed thereon by the Board of Directors at any regular or special meeting called for such purpose.

## **ARTICLE VI**

### **CLASSES OF SHARES**

This Corporation will provide four classes of Preferred Stocks (A), (B), (C), and (D). Class (A) is referred to as Participating, Cumulative and Convertible. Class (B) is referred to as Participating, and Cumulative. Class (C) is referred to as Non Participating and Cumulative. Class (D) is referred to as Non Participating.

- 1) Preferred Stock classes (A) and (B) are granted voting rights.
- 2) Preferred Stock classes (C) and (D) are not granted voting rights.
- 3) All Preferred Stock classes may be issued for a predetermine period of time inwhich must be specifically decided upon by the corporation Board of Directors prior to the issuance of said stocks. However, after the specific predetermine period expire, the corporation reserve the right to redeem any or all said stocks or it may reserve the right to convert to another

class of its choice. Nevertheless, the corporation Board of Directors must decide all such durations, conditions, terms and value of redemption for said stocks that will govern the issuance of said stocks prior to their issuances.

- 4) Stocks that are classified convertible, may be converted by the request of the owner of record at any time but will require the corporation Board of Directors decision of approval or do to redemption, the corporation Board of Directors may exercise their right to convert said stocks.

This Corporation will provide two classes of Common Stocks (A) and (B). Class (A) is referred to as Participating. Class (B) is referred to as Non Participating.

- 1) Common Stock classes (A) are granted voting rights.
- 2) Common Stock classes (B) are not granted voting rights.

Dividends may be paid once a year inwhich will be determine at the corporation annual meeting by the Board of Directors.

#### **ARTICLE VII**

##### **NUMBER OF DIRECTORS**

The number of Directors of this Corporation shall not be more than five (5) nor less than three (3).

#### **ARTICLE VIII**

The Names and Addresses of the first Board of Directors who shall hold Office for the first Year of the Corporation 's existence, or until their Successors are elected and qualified, are as follows:

<b><u>NAME</u></b>	<b><u>TITTLE</u></b>	<b><u>ADDRESS</u></b>
Melissa Jalene Lewis,	President	1765 N. W. 185th Terrace Opa - Locka, Florida 33056
Orelous Hall Jr.,	Vice President & Treasurer	8652 Southampton Drive Miramar, Florida 33025
Jean Michel Louissaint,	Secretary	1040 N. E. 169th Terrace North Miami, Florida 33162

#### **ARTICLE IX**

The Name and Post Office Address of the Subscriber to this Certificate of Incorporation and the number of Shares subscribed for are as follows:



<u>NAME</u>	<u>ADDRESS</u>	<u>NUMBER OF SHARES</u>
Melissa Jalene Lewis (Registered Agent)	1765 N. W. 185th Terrace Opa - Locka, Florida 33056	5000 - \$5000.00

The Proceeds of which will amount to at least Five Thousand .....000/1000 (\$5000.00) Dollars.

#### ARTICLE X

(a) In furtherance and not in limitation of the powers conferred by Statute, the Board of Directors is expressly authorized to make and to alter and amend the By - Laws of the Corporation; to fix the Amount to be reserved as working Capital over and above its Capital Stock in, and to authorize and cause to be executed Mortgages and Liens, without limit as to amount, upon the Property and Franchises of the Corporation.

(b) This Corporation may in its By - Laws confer power upon its Directors, in addition to the foregoing, and in addition to the powers and authorities expressly conferred upon them by Statute.

(c) Both Stockholders and Directors shall have power, if the By - Laws so provide, to hold their Meetings and to have one or more Offices within and without the State of Florida, and to keep Books of the Corporation, subject to the provisions of the Statute outside of the State of Florida, and at such places as may from time to time be designated by the Board of Directors.

(d) No Contract or other Transaction between the Corporation and any other Corporation shall be affected or invalidated by the fact that any one or more of the Directors of this Corporation is or are interested in, or is a Director or Officer, or are Directors or Officers, individually or jointly, or may be a Party or Parties, or may be interested in any Contract or Transaction of this Corporation, or in which this Corporation is interested; each and every Person who may become a Director of this is Corporation is hereby relieved from any liability that might otherwise exist from contracting with the Corporation for the benefit of himself/ herself or any Firm, Association, or Corporation in which he/she may be interested in any way.

Directors, when so interested, shall be counted when present at Directors' Meetings for the purpose of determining a Quorum and may vote at such Meetings as fully and with the same effect as if not so interested.

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We, the undersigned, the original Subscribers to the Capital Stock as herein above set forth, for the purpose of forming a Corporation to do Business both within and without the State of Florida, and in pursuance of an Act relating to the Corporations and Business Trusts, Charter 607, Florida Statutes, do make and file this Certificate of Incorporation, hereby declaring and certifying that the facts herein stated are true, and each agrees to take the number of Shares of Stock hereinabove set forth.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Melissa Jalene Lewis  
Signature/Registered Agent

1/10/05  
Date

\_\_\_\_\_  
Signature/Incorporator

\_\_\_\_\_  
Date

STATE OF FLORIDA )  
: SS  
COUNTY OF DADE )

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CLERK OF STATE  
TALLAHASSEE, FLORIDA

BEFORE ME, the undersigned Authority duly authorize to take Acknowledgements and administer Oaths, personally appeared Melissa Jalene Lewis, Party to the foregoing Certificate of Incorporation, to me well Known to be the Individual(s) described in and who executed the foregoing Certificate of Incorporation, and acknowledged, each jointly and severally, that they executed the same for the purposes therein expressed.

WITNESS my Hand and Official Seal this 10<sup>th</sup> Day of January, 2005.

Pauline Marion McQueen  
NOTARY PUBLIC  
STATE OF FLORIDA AT LARGE

