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(Requestor's Name)

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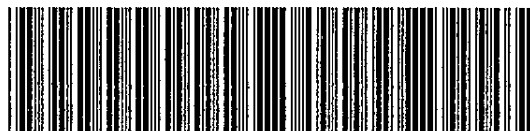
(Business Entity Name)

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01/18/05--01019--017 \*\*78.75

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WASHINGTON, DC

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165.3674

  
MICHAEL KRISSEL, C.P.A.  
A Professional Association

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12350 S.W. 132 COUR  
SUITE 21  
MIAMI, FLORIDA 3318  
TELEPHONE: 305/254-886  
FAX: 305/254-853

Membr.  
American Institute of  
Certified Public Accountants  
Florida Institute of  
Certified Public Accountants

January 11, 2005

Secretary of State  
Corporate Records Bureau  
P.O. Box 6327  
Tallahassee, Florida 32301

Re: Business Networking - Florida

Enclosed please find the Articles of Incorporation for the aforementioned new corporation.  
Enclosed please find my check in the amount of \$78.75, for the filing fee, certified copy fee,  
registered agent fee and charter tax.

Should any of this be lacking in order to comply with the laws of the State of Florida, please let  
me know.

Very truly yours,



Michael Krissel  
Treasurer

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
BUSINESS NETWORKING - FLORIDA, INC.**

**ARTICLE I – NAME**

The name of this Corporation is **BUSINESS NETWORKING - FLORIDA, INC.** the mailing address is 12570 **S.W. 120<sup>th</sup> Street, Miami, Florida 33186.**

**ARTICLE II – DURATION**

The period of the duration of this corporation shall be perpetual, unless dissolved according to law. The effective date shall be the date of the filing of these Articles of Incorporation with the Florida Secretary of State.

**ARTICLE III – PURPOSE, POWERS & LIMITATIONS**

1. The corporation is organized on a non-stock basis exclusively for charitable, scientific, literary, religious, and educational purposes set forth in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended and hereafter amended (the "Code"), and the corporation shall have such powers as are necessary or proper to accomplish such purposes.

2. Notwithstanding any other provision of these articles, the corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Code Section 501(c)(3); (b) by a corporation, contributions to which are deductible under Code Section 170(c)(2); or (c) by a not for profit corporation organized under the laws of the State of Florida pursuant to Chapter 617, Florida Statutes.

3. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, the corporation's members, directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and contributions in furtherance of the purposes set forth in this article.

4. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

**ARTICLE IV – MEMBERS**

This provision for qualification of members, classes of members, and the manner of their admission shall be provided in the bylaws.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## **ARTICLE V – BOARD OF DIRECTORS**

1. The corporation shall be managed by the Board of Directors. This corporation shall initially have four (4) directors who will be designated as board of directors. The number of directors may be varied from time to time, by the bylaws, but shall never be less than three (3).
2. The directors do not have to be members of the corporation.
3. The directors shall be elected and hold office in accordance with the bylaws.
4. The names and addresses of the persons who are to serve as the initial directors of the corporation are:

<b>FRANKIE PRIMA, PRESIDENT</b>	<b>MICHAEL KRISSEL, TREASURER</b>
<b>PAUL BARROW, VICE PRESIDENT</b>	<b>JULIANA WALTON, SECRETARY</b>
<b>JOSE AQUINO, VICE PRESIDENT</b>	

## **ARTICLE VI – PRINCIPAL OFFICE**

The street address of the principal office is <sup>x registered agent address</sup> 12570 S.W. 120<sup>th</sup> Street, Miami, Florida 33186. The name of the principal officer is FRANKIE PRIMA.

## **ARTICLE VIII – DISTRIBUTION OF ASSETS UPON DISSOLUTION**

In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt organizations described in Code Sections 501(c)(3) and 170(c)(2) or corresponding sections of any prior or future law, or to the federal, state, or local government for exclusively public purposes.

## **ARTICLE IX - INCORPORATION**

The name and address of the person signing these Articles is:

**Michael Krissel**  
**12350 S.W. 132<sup>nd</sup> Court**  
**Suite 215**  
**Miami, Florida 33186**

## **ARTICLE X**

This Corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

**ARTICLE XI – AMENDMENT**

This Corporation reserves the right to amend, rescind, or repeal any provisions contained in these Articles of Incorporation, and amendment thereof, and any right conferred upon the shareholders herein to this reservation.


IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 10th day of January 2005.

  
Michael Krissel

STATE OF FLORIDA  
COUNTY OF DADE

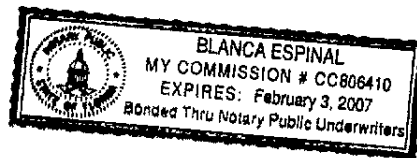
Before me, the under signed authority, personally appeared MICHAEL KRISSEL to me well known and known to me to be the person described in and who acknowledged to and before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal this 8<sup>th</sup> day of February,  
2005.



Notary Public

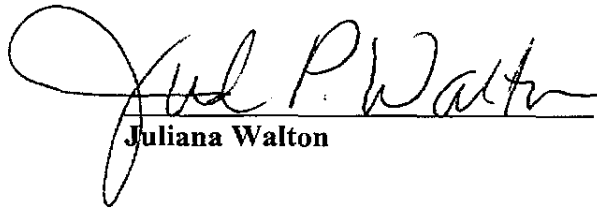
My Commission Expires:



## ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent to accept service of process for the above-stated Corporation, at a place designated in these Articles of Incorporation, I hereby agree to act in that capacity, to comply with the provisions of Florida Statutes Section 48.091 and any Amendments hereto, and to comply with the provisions of all other Statutes related to the proper and complete performance of my duties.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this \_\_ day of, 2005.

  
Juliana Walton

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