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Florida Department of State
Division of Corporations
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To:

Division of Corporations
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From:

Account Name : EMPIRE CORPORATE KIT COMPANY
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2005 APR 14 A 9:00
TALLAHASSEE, FLORIDA
DEPARTMENT OF STATE

FILED

FLORIDA PROFIT CORPORATION OR P.A.

power resolutions, inc.

D. WHITE APR 20 2005

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(14)

**ARTICLES OF INCORPORATION
OF**

2005 APR 14 A 9:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

POWER RESOLUTIONS, INC.

The undersigned incorporator, for the purpose of forming a Profit Corporation under Chapter 607 of the Florida Statutes, hereby adopts the following Article of Incorporation.

ARTICLE I

The name of this corporation shall be: **POWER RESOLUTIONS, INC.**

ARTICLE II

This corporation shall commence existence upon the date of filing with the Division of Corporations, state of Florida, and shall have perpetual existence.

ARTICLE III

The principal place of business of this corporation is: **8060 West 23rd AVENUE,
BAY # 4, MIAMI, FL 33015.**

ARTICLE IV

The general nature of business of this corporation is to transact any and all lawful business.

ARTICLE V

The aggregate number of shares which this corporation shall have authority to issue are 1,000 shares having an individual par value of \$1.00.

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one class (1) class of stock of this corporation.

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ARTICLE VI

The name and street address of the initial Registered Agent of the this corporation shall be:

CARLOS F de la PAZ
8060 West 23rd Avenue
Miami, FL 33015

ARTICLE VII

The name and address of the officers and initial board of director(s) shall be:

- | | | |
|----|---------------------------|---|
| 1. | Carlos F de la Paz | <u>8060 West 23rd Avenue</u> |
| | President, Director | <u>Miami, FL 33015</u> |
| 2. | <u>Teresa J de la Paz</u> | <u>8060 West 23rd Avenue</u> |
| | Treasurer, Director | <u>Miami, FL 33015</u> |

ARTICLE VIII

The name and address of the incorporator executing these Article of Incorporation is:

Carlos F de la Paz
8060 West 23rd Avenue
Miami, FL 33015

The undersigned has executed these Article of Incorporation this 16th day of April, 2005.



Carlos F de la Paz, Incorporator

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2005 APR 14 A 9:00

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE** SECRETARY OF STATE
TALLAHASSEE, FLORIDA

POWER RESOLUTIONS, INC.
(Name of Corporation)

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, 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.

Signature: Carlos F de la Paz
Registered Agent

REGISTERED AGENT NAME: Carlos F de la Paz
ADDRESS: 8060 West 23rd Avenue
CITY OF: HIALEAH COUNTY OF: MIAMI-DADE STATE OF: FLORIDA

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