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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. AXIS 3 GROUP, INC.
(Corporation Name) (Document #)

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OTHER FILINGS

☐ Annual Report
☐ Fictitious Name

AMENDMENTS

☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

REGISTRATION/QUALIFICATION

☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

Examiner's Initials

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**ARTICLES OF INCORPORATION
OF
AXIS 3 GROUP, INC.**

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We, the undersigned, do hereby associate ourselves together and subscriber These Articles of Incorporation for the purpose of forming a Corporation under the laws of the State of Florida, Chapter 607 and subject to the following provisions:

ARTICLES ONE:

The name of the Corporation shall be:

AXIS 3 GROUP, INC.

ARTICLES TWO:

This Corporation shall have perpetual existence and may engage in any activity or business permitted under the laws of the United State and the State of Florida.

The general nature of the business to be transacted by this Corporation shall be:

- a) Any and all legal business within the State.
- b) To manufacture, purchase or otherwise acquire, and to own, Mortgage Pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with, goods, wares, merchandise, real and Personal Property And services of every class, kind and description.
- c) To conduct business in, have one or more offices in, and buy, hold mortgage sell, convey, lease or otherwise dispose of real and personal property, Including franchise, patents, copyrights, trademarks, and licenses in the State of Florida, and in all others States, district, territories, Country or Colonies.
- d) To contract debts and borrow money, issue and sell or pledge bonds, Debentures, notes and other evidence of indebtedness, and execute such mortgage, transfer of Corporate property or other instruments to secure the payment of Corporate indebtedness as required.
- e) To purchases the Corporate assets of any Corporation engage in the same or other character of business.
- f) To acquire by purchases, subscriptions or otherwise and to received, hold own guarantee, sell, assign, exchange, underwrite, transfer, mortgage, pledge or otherwise dispose of a deal in and with any of the shares of the Capital Stock or any voting trust certificates in respect of the share Capital stock, scrip, warrants, rights, bonds, debentures, notes, trust receipt And other securities, obligations, chose action and evidence of indebtedness Or interest issued or created by any Corporation, joint stock companies

syndicates, associations, firms, trust or public or private, or by the government of the of the United State of America, or by any foreign government, or by any State, Territory, province, municipality or other political subdivision or by any Government agency, and as owner thereof, possess and exercise all the rights Powers and privileges of ownership, including the right to execute consent and right to execute consent and vote thereon, and to do any and acts and things Necessary or and for the presentation, protection, improvement, and enhance- Met in value thereof.

ARTICLES THREE:

The maximum numbers of shares of stock which the Corporation shall have Outstanding at any time shall be: **500 Shares at \$ 1.00 par value of Commom Stock.** All or any part of the Capital Stock may be paid for either in lawfull moneys of the United State of America, or in other assets transferred to the Corporation, at a true Valuation as of the time of the exchange for the stock.

ARTICLE FOUR:

The principal office of the Corporation shall be located at:
880 N.E. 69TH Street Suite # 8 N
MIAMI, FLORIDA 33138

Other offices for the transaction of business may be located wherever the Directors may Deem necessary or expedient.

ARTICLES FIVE:

This Corporation shall have (1) director(s) initially.
The number of Directors may be increase or decreased from time to time.in such manner As may be described by the by-laws, but shall never be less than one (1), not more than Five (5).

The Corporation shall indemnify and hold harmless each person who shall serve At any time hereafter as a Director or Officer of the Corporation, and any person who Serves at the request of this Corporation and a director of Officer of any other Corporation, From and agains claims and liabilities to which such person shall become subject by Reason of his having heretofore or hereafter been a director or officer of this Corporation Or any reason if any action alleged to have been heretofore or hereafter taken or amitted By him as such director or officer and shall reimburse such each person for all legal and other expenses reasonably incurred by him in connection with any such claim or liability Provide that no person shall be indemnified against, or re reimbursed for any expenses Incurred in connection with any claim or liability as to which it shall be adjudged that such officer or director is liable for negligence or willfull misconduct in the performance of duties.

The rights accruing to any person under the foregoing provisions shall not Exclude any other right to which he may be lawfull entitled or shall anything contained Restricted the right of the Corporation to indemnify or reimburse such person in any proper Case ever thought no specifically herein provide for.

No contract or other transaction between this Corporation and any other Corporation, and no act of this Corporation shall in any way affected or invalidated by the fact that any of the Directors of the Corporation are pecuniary or otherwise interested in, or are Directors, or Officers, of such other Corporation.

ARTICLE SIX:

The name and post office addresses of the members of the first boards of directors and officers who holds office or the first year of existence of the Corporation Or until their successors are elected or appointed and qualified are as follows.

BOARDS OF DIRECTORS

Juan Manuel Morales

**880 N.E. 69th Street, Suite # 8 N
MIAMI, FLORIDA 33138**

OFFICER

Juan Manuel Morales

President/Secretary

ARTICLES SEVEN:

The name and post office addresses of each of the subscriber to these Articles of Incorporation are as follow:

NAME

ADDRESS

Juan Manuel Morales

**880 N.E. 69th Street, Suite # 8 N
MIAMI, FLORIDA 33138**

ARTICLES EIGHT:

This Corporation shall have full power to carry on and transacted each Or all the businessess enumerated in Article Two of these Articles of Incorporation And shall have all the general and additional powers now and hereafter conferred by The law.

ARTICLE NINE:

This Articles of Incorporation may be amended in the manner provided By law. Every amendment shall be approved by the Board of Directors, proposed to the stockholders and approved at a Stockholder's meeting by a majority of the stock entitled To vote thereon.

ARTICLE TEN:

Upon election of a Board of Directors by Stockholders, such Board of Directors shall manage the business affairs of this Corporation without the necessity of the future authority from the Stockholders, except as by law or in these Articles otherwise provide; any action of such Board of Directors may be rescinded or any officer or director removed from office, only upon a vote of Stockholders holding a Majority of the stock of the Corporation which may at such time be actually issued unless otherwise provide by the By-laws of the Board of Directors. All holders of Common stock of this Corporation shall be Entitled to vote the same in the manner provided by law whether said stock shall be fully or partially paid unless otherwise determined by the Board of Directors at or before the time of issuance thereof.

ARTICLE ELEVEN:

The Register Agent for services of process in the State of Florida and its registered office shall be:

Juan Manuel Morales
880 N.E. 69th Street , Suite # 8 N
MIAMI, FLORIDA 33138

ARTICLE TWELVE:

The shareholders may at their sole discretion, repeal, alter or amend the by-laws of this Corporation as provided under Chapter 607.081 of the Florida Statutes, restricting the power vested in the Board of Directors to adopt, amend, or repeal the by-laws within its regular course of business.

IN WITNESS WHEREOF, the undersigned Incorporation have hereunto set their hands and affixes their seals on this **twenty eight** Days of **July**, 2005


Juan Manuel Morales

REGISTER AGENT

The undersigned, having been named in the foregoing Articles of Incorporation of:
AXIS 3 GROUP, INC.

To accept service of process, hereby accepts such designation.


Juan Manuel Morales

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