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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT/NON PROFIT CORPORATION

executive development center, inc.

Certificate of Status	0
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ARTICLES OF INCORPORATION
OF
EXECUTIVE DEVELOPMENT CENTER, INC.

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The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the Laws of the State of Florida providing for the formation of a corporation for profit, with the powers, rights, privileges and immunities hereinafter mentioned, and they hereby make, subscribe, acknowledge and file with the Secretary of State of the State of Florida this Certificate of Incorporation, and to that end they do, by this Certificate, set forth the following Articles of Incorporation:

ARTICLE I: The name of this corporation shall be: EXECUTIVE DEVELOPMENT CENTER, INC.

ARTICLE II: The general nature of the business and the objects and purposes to be performed and carried on are to do any and all things allowed and permitted to be done by corporations under the Statutes of the State of Florida, and to do any and all of the things hereinafter mentioned, as fully and to the same extent as natural persons might or could do, to wit:

- a) to provide any and all consulting services related to executive development, executive search, business planning, objectives and goals, organizational structures, competence issues, communications, strategic direction corporate administrative needs such as human resources, information technology, business valuation and funding services, market research analysis, corporate profile reports, review of financial structure of business projects including feasibility issues, budget creation or update and any other general consulting services.
- b) to carry out any or more of the purposes and objects herein enumerated as principal, factor, agent, contractor, or otherwise, either alone or thorough or in conjunction with any person, partnership, association or corporation.
- c) to carry on its operations and conduct business in any State, in the District of Columbia, and in any territory, dependency or possession of the United States, and in any foreign country.
- d) to such extent as a corporation organized under the Laws of the State of Florida may now or hereafter lawfully do, to do, either as principal or agent, and either alone or in connection with other corporations, firms or individuals, all and everything necessary,

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suitable, convenient, or proper for, or in connection with, or incidental to, the accomplishments of any of the purposes or the attainment of any one or more of the

objects herein enumerated, or designed directly or indirectly to promote the interests of this corporation or to enhance the value of its properties; and in general, to do any and all things and exercise any and all powers, rights and privileges which a corporation may now or hereafter be organized to do or to exercise under the Laws of the State of Florida or under any act amendatory thereof, supplemental thereto, or substituted therefore.

The foregoing clauses shall be construed as and shall be powers as well as purposes, and the matters expressed in each clause shall, unless otherwise herein expressly provided, be in no wise limited by reference to or in reference from the terms of any other clause but shall be regarded as independent powers and purposes; and the enumeration of specific powers and purposes shall not be construed to limit or restrict in any manner the meaning of general terms or the general powers of this corporation, nor shall the expression of one thing be deemed to exclude another not expressed, although it be of like nature.

This corporation shall be authorized to exercise and enjoy all other powers, rights and privileges granted by the Laws of the State of Florida to corporations organized thereunder, and all the powers conferred by all acts heretofore or hereafter amendatory or supplemental to that statute, and the enumeration of certain powers, rights or privileges granted or conferred by the statute now or hereafter in force; provided, however, that nothing herein contained shall be deemed to authorize or permit this corporation to carry on any business, to exercise any power or to do any act which a corporation formed under that statute may not at the time lawfully carry on or do.

ARTICLE III: The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time is One Thousand (1,000) shares of stock of \$1.00 par value.

ARTICLE IV: The amount of capital with which this corporation will begin business shall be no less than \$1,000.00.

ARTICLE V: The initial post-office address of the principal office of this corporation is 3512 Bayshore Villas Drive, Miami, Florida 33133.

The Board of Directors may, from time to time, move the principal office to any other address in the State of Florida.

ARTICLE VI: This corporation is to exist perpetually.

ARTICLE VII: The Registered Agent for this corporation shall be NESTOR D'ANGELO and the Registered Office is located at 3512 Bayshore Villas Drive, Miami, Florida 33133.

issuance of fractional shares) at the price at which it is offered to others.

IN WITNESS WHEREOF, I, being the incorporator of this Corporation, do make and file these Articles of Incorporation with the Secretary of State of the State of Florida, and accordingly set my hands and seals this 12th day of October, 2006



NESTOR D'ANGELO

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

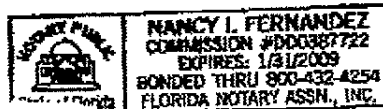
I HEREBY CERTIFY that on this day, before me, a Notary Public authorized in the above mentioned State and County to take acknowledgments, personally appeared NESTOR D'ANGELO who executed these Articles of Incorporation, and he acknowledges before me that he subscribes to these Articles of Incorporation.

WITNESS my hand and official seal in the City of Coral Gables, Florida, this 12th day of October, 2006. I relied upon the following instrument as identification: Florida Driver License No.: my own personal knowledge.



NOTARY PUBLIC STATE OF FLORIDA

My Commission Expires:



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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091 of the Florida Statutes, the following is submitted in
compliance with said Act:

That EXECUTIVE DEVELOPMENT CENTER, INC. qualified to do business under
the laws of the State of Florida with its principal office at 3512 Bayshore Villas
Drive, Miami, Florida 33133, has appointed NESTOR D'ANGELO of the City of
Miami, State of Florida, as its agent to accept service of process within this state and
his registered office is 3512 Bayshore Villas Drive, Miami, Florida 33133.

Having been named to accept service of process for the above stated corporation,
at the place designated in this Certificate, I hereby accept to act in this capacity, and
agree to comply with the provisions of said Act relative to keeping open said office.


NESTOR D'ANGELO
REGISTERED AGENT

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TALLAHASSEE, FLORIDA

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