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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
06 NOV 16 AM 11:49

MD 11/16

1206-32625

**C. AND R. CONSULTING, CORP.**  
**7120 Goodway Dr.**  
**Brooksville, Florida 34602**

**July 8, 2006**

**Secretary of State**  
**Division Of Corporations**  
**P.O. Box 6327**  
**Tallahassee, Fl. 32314**

**RE: C. AND R. CONSULTING, CORP.**

**Gentlemen:**

**Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$ 78.75.**

**This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee For Registered Agent Designation for the above named corporation.**

**Very truly yours,**

**C. AND R. CONSULTING, CORP.**

**Robb D. Felch**  
**President**



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

July 24, 2006

ROBB D. FELTCH  
7120 GOODWAY DR.  
BROOKSVILLE, FL 34602

SUBJECT: C AND R CONSULTING, CORP.  
Ref. Number: W06000032625

We have received your document for C AND R CONSULTING, CORP. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The articles of incorporation must be prepared in compliance with section 607.0202, Florida Statutes. Please refer to this section of the law.

THE STATEMENT BENEATH THE CORPORATE NAME REFERS TO THE LAWS OF THE COMMONWEALTH OF PUERTO RICO.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6921.

Maryanne Dickey  
Document Specialist Supervisor  
New Filing Section

Letter Number: 706A00046852



Accounting Management Services

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**José S. Ramos, M.B.A., P.A.**

*Vice President & C.F.O.*

November 13, 2006

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

RE: Letter Ref. #706A00046852  
#W06000032625

Dear Ms. Dickey,

Enclose please find the correction made to the front page of the C AND R CONSULTING,  
CORP. Ref. W06000032625.

Client just fax me the information, sorry for the delay.

Thank you for your cooperation.

Truly yours,

ACCOUNTING MANAGEMENT SERVICES

  
Minerva F. Ramos

**ARTICLES OF INCORPORATION**

**OF**

**C AND R CONSULTING, CORP.**

The undersigned subscriber(s) to these Articles of Incorporation natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

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DIVISION OF CORPORATIONS  
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**ARTICLE 1 - CORPORATE NAME**

The name of the corporation shall be:

**C. AND R. CONSULTING, CORP.**

**ARTICLE II - DURATION**

This corporation shall exist perpetually unless dissolved according to Florida Law.

**ARTICLE III - PURPOSE**

The corporation is organized for the purpose of engaging in the activities or business permitted under the laws of the United States and the State of Florida

**ARTICLE IV - CAPITAL STOCK**

The corporate is authorized to issue, 1,000 shares (common) of ONE Dollar(s) (\$1.00) par value Common Stock, which shall be designated "Common Shares".

1. The sum of the value of all the Capital Stock of the corporation that have been issued shall be the stated capital of the corporation at any particular time.
2. The holders of the outstanding Capital Stock shall be entitled to receive, when and as declared by the Board of Directors, dividends, payable either in cash, in property, or in shares of the Capital Stock of the corporation.
3. If any of the Shareholders decides to sell it's own share; the corporation shall have the first right to buy back the shares and hold as Treasury Stock; the Second right will be to the holders of the outstanding Capital Stock in proportion to their existing holding of share.

## ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal office, if known, or the mailing address of the corporation is:

NAME: C. AND R. CONSULTING, CORP.  
ADDRESS: 7120 Goodway Dr.  
CITY: Brooksville, FL 34602

The name and street address of the Initial Registered Agent of this Corporation.

NAME: Robb D. Feltch  
ADDRESS: 7120 Goodway Dr.  
CITY: Brooksville, FL 34602

## ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have One (1) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and address of the Initial director(s) of the corporation are as follows:

NAME: Robb D. Feltch - President  
ADDRESS: 7120 Goodway Dr.  
CITY: Brooksville, FL 34602

NAME:  
ADDRESS:  
CITY:

NAME:  
ADDRESS:  
CITY:

NAME:  
ADDRESS:  
CITY:

NAME:  
ADDRESS:  
CITY:

NAME:  
ADDRESS:  
CITY:

## ARTICLE VII - INCORPORATORS

The name and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME: Robb D. Feltch  
ADDRESS: 7120 Goodway Dr.  
CITY: Brooksville, Fl. 34602

NAME:  
ADDRESS:  
CITY:

NAME:  
ADDRESS:  
CITY:

NAME:  
ADDRESS:  
CITY:

## ARTICLE VIII - SHAREHOLDER POWER

1. A affirmative vote of three-fourths of the shares of the corporation shall be required for any shareholder action.
2. The sharcholders shall have the power to adopt, amend, alter, change or repeal the articles of incorporation when proposed and approved at a shareholder meeting, with not less than a three-fourths vote of the common stock.
3. The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms, and conditions that shall be fixed by the Board of Directors, such of the shares of the stock of this corporation as may be issued for money, or any property or service, from time to time, in addition to that stock authorized and issued by the corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder and all shares of common stock currently authorized and issued.

**ARTICLE IX - CUMULATIVE VOTING RIGHTS**

The shareholders of this corporation shall be allowed to vote their shares cumulatively so as to give one shareholder as many votes as the number of directors to be elected multiplied by the number of shareholder's shares, to distribute them among as many candidates as said shareholder may wish. Notice must be given in writing by any shareholder to the President or Secretary

of said corporation not less than 24 hours prior to the time set for the holding of a shareholder's meeting for the election of directors that said shareholder intends to cumulatively his or her shares at said election.

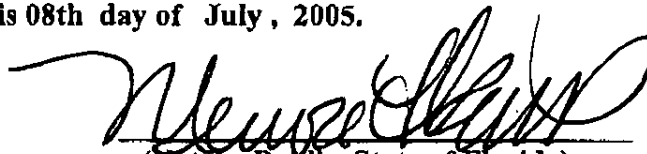
The undersigned incorporator(s) has (have) executed these Articles of Incorporation this 08th day of July, 2006

  
Robb D. Feltch

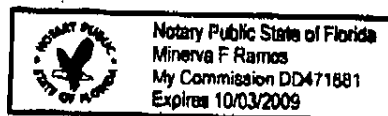
**STATE OF FLORIDA**  
**COUNTY OF HILLSBOROUGH**

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Robb D. Feltch acknowledged, and they executed before me these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State of Florida and County aforesaid, this 08th day of July, 2005.

  
(Notary Public, State of Florida)

My Commission expires





**CERTIFICATE AND ACKNOWLEDGMENT  
OF REGISTERED AGENT  
OF**

**C AND R CONSULTING, CORP.**

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DIVISION OF CORPORATIONS  
06 NOV 16 AM 11:49

Pursuant to the provisions of Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its Registered Office as indicated in the Articles of Incorporation at 7120 Goodway Dr., Brooksville, Florida 34602 has named **ROBB D. FELTCH** located the aforesaid address, as its Registered Agent to accept service of process within this State.

**ACKNOWLEDGMENT**

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.

  
(Registered Agent)