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FLORIDA PROFIT/NON PROFIT CORPORATION

toledo & associates, inc.

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J. Shivers MAR 28 2007



March 26, 2008

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

EMPIRE CORPORATE KIT COMPANY

SUBJECT: TOLRDO & ASSOCIATES, INC.  
REF: W08000015624

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with an affidavit or letter stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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New Filing Section

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Letter Number: 008A00017985

P.O BOX 6327 - Tallahassee, Florida 32314

H08000076304

**ARTICLES OF INCORPORATION  
OF  
TOLEDO SERVICES & ASSOCIATES, INC.**

The undersigned, acting as incorporator of Toledo Services & Associates, Inc. under the Florida General Corporation Act, adopts the following Articles of Incorporation.

**ARTICLE I NAME**

The name of the corporation is Toledo Services & Associates, Inc.

**ARTICLE II COMMENCEMENT OF EXISTENCE**

The existence of the Corporation will commence on the date of subscription and acknowledgment of these Articles of Incorporation by the Secretary of State, State of Florida.

**ARTICLE III PRINCIPAL PLACE OF BUSINESS**

The principal place business shall be 7100 Fairway Drive, # K16, Miami Lakes, Fla.  
33014.

**ARTICLE IV DURATION**

The corporation will exist perpetually.

**ARTICLE V PURPOSE**

This corporation shall serve as holding company that may engage in any activity or business permitted under the laws of the United States and Florida.

More specifically, the general purpose or purposes for which the holding company is organized are as follows:

Consulting & process serving

Law Offices of Fernando Pomares  
Pomares & Associates, P.A.  
12002 SW 128<sup>th</sup> Court, Suite 104  
Miami, Fla. 33186  
Florida Bar Number- 088341

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TALLAHASSEE, FLORIDA

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#### **ARTICLE VI AUTHORIZED SHARES**

The maximum number of shares that the corporation is authorized to have outstanding at this time is 1000 shares of Class A common stock, having par value of .001 cent per share. The consideration to be paid for each share of Class A common stock shall be fixed by the board of directors and may be paid in whole or in part in cash other property, tangible or intangible, or in labor or services actually performed for the corporation, with a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

#### **ARTICLE VII INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 7100 Fairway Drive, # K16, Miami Lakes, Fla. 33014 and the name of the corporation's initial registered agent at the address is Anastasia Sorokina.

I HEREBY accept duties and responsibilities as Registered Agent

  
Anastasia Sorokina

#### **ARTICLE VIII INITIAL BOARD OF DIRECTORS**

The corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time as provided in the bylaws, but shall never be less than one(1) or more than five (5). The name and street address of the initial directors are:

Name  
Anastasia Sorokina – President / Treasurer

Address  
7100 Fairway Drive, # K16  
Miami Lakes, Fla. 33014

### **ARTICLE IX MANAGEMENT BY SHAREHOLDERS**

All powers of the corporation shall be exercised by or under the authority of, and the business and affairs of the corporation shall be managed under the direction of the board of directors. The name and street addresses of the original shareholders are:

<u>Name</u>	<u>Address</u>
Anastasia Sorokina	7100 Fairway Drive, # K16 Miami Lakes, Fla. 33014

### **ARTICLE X INCORPORATOR**

The name and street address of the incorporator is: .

<u>Name</u>	<u>Address</u>
Anastasia Sorokina	7100 Fairway Drive, # K16 Miami Lakes, Fla. 33014

The incorporator of the corporation assigns to this corporation his rights under Section 607.161, Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the board of directors any rights he may have as incorporator to acquire any of the capital stocks of this corporation, this assignment becoming effective on the date corporate existence begins.

### **ARTICLE XI CUMULATIVE VOTING**

Every shareholder having the right to vote at a meeting of shareholders shall be entitled, in any election of directors, to that number of voted equal to the number of shares held by that shareholder multiplied by the number of directors to be elected, and each shareholder may either cast all those votes for a single candidate or distribute them among any two or more of the

candidates. In voting on all other proposals, each shareholder having the right to vote shall be entitled to one vote for each share of voting stock held.

#### ARTICLE XII BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and shareholder, except that the board of directors may not amend or repeal any bylaws adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

#### ARTICLE XIII BYLAWS / ARTICLES

The corporation reserves the right to amend, alter, change or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

IN WITNESS WHEREOF, undersigned incorporator has executed these Articles of

Incorporation this 27th day of March, 2008.

  
Anastasia Sorokina  
President / Treasurer

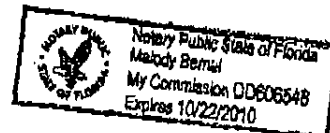
STATE OF FLORIDA  
COUNTY OF DADE

The foregoing instrument was acknowledged before me on this 27th day of March, 2008, by Anastasia Sorokina.

  
Notary Public  
State of Florida Large

☐ Personal knowledge  
☒ Produced identification

Type of identification: Driver's license



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**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

Having been named as registered agent for Toledo Services & Associates, Inc. in the foregoing Articles of Incorporation, I, on behalf of Toledo Services & Associates, Inc., a Florida corporation, hereby agree to accept service of process for said Corporation and to comply with any and all Statutes relative to the complete and proper performance of the duties of registered agent.

**ANASTASIA SOROKINA, REGISTERED AGENT**

By:

  
Anastasia Sorokina

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TALLAHASSEE, FLORIDA

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