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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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2008 MAY - 8 PM 4:27

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. Burch MAY 9 2008

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

1. XP-TECH. INC.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
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(Corporation Name) (Document #)

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**NEW FILINGS**

- ☒ Profit  
☐ Not for Profit  
☐ Limited Liability  
☐ Domestication  
☐ Other

**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

**ARTICLES OF INCORPORATION**  
**OF**

**XP-TECH. INC.**

**ARTICLE I**

The name of this Corporation shall be:

**XP-TECH. INC.**

**ARTICLE II**

This Corporation may engage in the transaction of any lawful business for which a Corporation may be incorporated under the Act of State of Florida for Florida Corporation.

**ARTICLE III**

The maximum number of shares of stock which the Corporation is authorized to have outstanding at any time shall be 500 shares common stock, with a par value of \$1.00 per share.

**ARTICLE IV**

The shareholders of this Corporation shall have preemptive right to acquire unissued shares of the Corporation or securities of the Corporation convertible into carrying a right to or acquire shares.

**ARTICLE V**

This Corporation is to have a perpetual existence.

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## **ARTICLE VI**

**The principal office of this Corporation shall be allocated at:**

**6700 N.W. 114 AVE. STE. 903  
DORAL, FL 33178**

**The corporation retain the power of move its office to any other address in Florida, as may from time to time be determined and authorized by its Board of Director, with branch offices in such other cities or countries.**

## **ARTICLES VII**

**The initial registered office of this Corporation shall be at:**

**6700 N.W. 114 AVE. STE. 903  
DORAL, FL 33178**

## **ARTICLES VIII**

**The initial registered agent at such address shall be:**

**JORGE E ORTEGA**

## ARTICLE IX

This Corporation shall at all times have at least one (1) Director who shall conduct the business of the Corporation as a Board of Directors. The Stockholders of this Corporation may from time to time, and at any time increase or decrease the size of the Board of Directors of the Corporation. The name and address of initial Board of Directors is:

<u>NAME</u>	<u>ADDRESS</u>
JORGE E ORTEGA PRESIDENT/DIRECTOR	6700 N.W. 114 AVE. STE. 903 DORAL, FL 33178
DIXON GONZALEZ VICE PRESIDENT/DIRECTOR	6700 N.W. 114 AVE. STE. 903 DORAL, FL 33178

## ARTICLE X

The name and address of the incorporator is:

JORGE E ORTEGA	6700 N.W. 114 AVE. STE. 903 DORAL, FL 33178
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## ARTICLE XI

The By-laws of this Corporation may be created, amended, changed or replace by either the stockholders or the Director of the Corporation at any duly schedule special meeting called for that purpose. I, the undersigned, do hereby subscribe, acknowledge and file these Articles of Incorporation, hereby certify that the facts hereby stated are true correct and according hereto set my hand and seal.

this 7<sup>th</sup> day of May 2008

  
\_\_\_\_\_  
JORGE E ORTEGA

**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned Corporation, organized under the laws of The State of Florida, submits the following statement in designating the registered office, registered agent, in the State of Florida.

1.- The name of the Corporation is:

**XP-TECH. INC.**

2.- The name and address of the registered agent and office is:

JORGE E ORTEGA

6700 N.W. 114 AVE. STE. 903  
DORAL, FL 33178

Signature \_\_\_\_\_

Date 05-07-08

Having been named as registered agent and to accept services of process for the above Stated Corporation at the designated in this certificate, 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 registered agent.

Signature \_\_\_\_\_

Date 05-07-08