

SEP-13-2010 10:00 PM

Division of Corporations

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FLORIDA PROFIT/NON PROFIT CORPORATION  
WORLDWIDE PAPER SOURCE CORPORATION

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September 13, 2010

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

EXPRESS

SUBJECT: WORLDWIDE PAPER SOURCE CORPORATION  
REF: W10000042844

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.

There can only be one registered agent listed in the articles of incorporation.,

If you have any further questions concerning your document, please call (850) 245-6929.

Justin M Shivers  
Regulatory Specialist II  
New Filing Section

FAX Aud. #: H10000200757  
Letter Number: 710A00021649

# ARTICLES OF INCORPORATION OF

## WORLDWIDE PAPER SOURCE CORPORATION Sub Chapter "S"

\*\*\*\*\*

THE UNDERSIGNED do hereby associate themselves for the purpose of forming a corporation under the laws of the State of Florida, and do hereby certify as follows:

### ARTICLE I - NAME

The name of the Corporation shall be:

WORLDWIDE PAPER SOURCE CORPORATION

### ARTICLE II - PURPOSE

The general nature of the business to be transacted by this corporation is:

To carry on and engaged in services and activities associated with decisions making in the public and private sector.

To carry on and engaged in any other lawful business, to purchase, or otherwise acquire, financing, consulting, and to own, mortgage, pledge, sell, convey, assign, transfer, or otherwise dispose of, and to invest in and hold real or personal property, of every class, kind, and description.

To carry on and engage in the business of developing, manufacturing, distributing, exporting, representation, marketing and selling all type of products, domestically and abroad.

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To carry on and engage in the business of acquiring, leasing, purchasing, developing, managing and selling and/or construction, remodeling, buy/sell, import of durable, and non-durable goods machinery, real estates, including and all act necessary and/or related thereto. Metal fabrications, metal designs, stones designs, construction, remodeling, buy/sell, import and/or export of durable and non-durable goods, machinery, real estate, marble, tiles including any and all acts necessary and/or related thereto.

This company may buy shares of stock of any foreign and/or national companies throughout the world, and all types of investments in any business activity.

To carry on and engage in any business or activity which may be authorized and permitted by virtue of laws of the United States of America and the State of Florida.

### **ARTICLE III - CAPITAL STOCK**

The Corporation shall be authorized to issue capital stock in the following manner, to wit: 1,000.- (ONE THOUSAND) shares of common stock, having no par value.

### **ARTICLE IV - POWERS**

The powers of the Corporation shall include all those conferred by the bylaws of the Corporation and the laws of the State of Florida.

### **ARTICLE V - TERM OF EXISTENCE**

The Corporation shall have perpetual existence, in accordance with the laws of the State of Florida.



**ARTICLE VI - PRINCIPAL PLACE OF BUSINESS**

The principal place of business of the Corporation shall be:

9349 Dominican Drive,  
Cutler Bay, Florida, 33189

**ARTICLE VII - MAILING ADDRESS**

The mailing address of the Corporation shall be:

9349 Dominican Drive,  
Cutler Bay, Florida, 33189

**ARTICLE VIII - REGISTERED AGENT AND OFFICE**

The Registered Agent for the Corporation shall be Jay Almeida  
the Registered Office shall be located at: 9737 N.W 41<sup>st</sup> Street,  
Suite 490, Miami Florida 33178 or such other person or such other place as  
the Director or Board of Directors may, from time to time, direct with  
appropriate notice being given to the Secretary of State, in accordance with  
the applicable Florida Statutes.

**ARTICLE IX - OFFICERS AND MANAGEMENT**

The affairs of the Corporation shall be managed by its officer and/or  
officers, subject to the provisions of these Articles of Incorporation and in  
accordance with the bylaws of the Corporation. The Officers of the  
Corporation may consist of a President, C.E.O., Secretary and Treasurer, in  
addition to such other officers that the Board of Directors may, if they so  
desire, choose to elect. The name and address of the officer or officers  
who shall serve until the first election by the Board of Directors shall be as  
follows:

NAME	OFFICE	ADDRESS
Jay Almeida	President	9737 N.W 41 <sup>st</sup> Street, Suite 490 Miami, Florida, 33178
Charles Forsythe	C.E.O.	9349 Dominican Drive, Cutler Bay, Florida, 33189

 C.E.

**ARTICLE X - BOARD OF DIRECTORS**

The Corporation shall be governed by a Board of Directors which shall consist of one (1), but not more than ten (10) people.

**ARTICLE XI - INITIAL DIRECTOR OR DIRECTORS**

The name and address of the person or people who shall serve as the initial Director or Board of Director until the first annual meeting of the Corporation, or until his or their successor or successors are elected and are qualified, shall be as follows:

NAME	OFFICE	ADDRESS
Jay Almelda	President	9737 N.W 41 <sup>st</sup> Street, Suite 490 Miami, Florida 33178
Charles Forsythe	C.E.O.	9349 Dominican Drive, Cutler Bay, Florida, 33189

**ARTICLE XII - INCORPORATOR OR INCORPORATORS**

The name and address of the incorporator or incorporators subscribing to these Articles of Incorporation are as follows:

NAME	OFFICE	ADDRESS
Jay Almelda	President	9737 N.W 41 <sup>st</sup> Street, Suite 490 Miami, Florida 33178
Charles Forsythe	C.E.O.	9349 Dominican Drive, Cutler Bay, Florida, 33189

**ARTICLE XIII - INDEMNIFICATION OF OFFICERS AND DIRECTORS**

Each Director and Officer of the Corporation shall be indemnified by the Corporation for all expenses and liabilities, including attorney's fees incurred or imposed upon such Director or Officer in connection with any



proceedings to which he may be a party or in which he may become involved by reason of his being or having been a Director or Officer of the Corporation. The foregoing right of indemnification shall be in addition to and not exclusive of any other rights to which such Director or Officer may be Entitled.

#### ARTICLE XIV - VOTING RIGHTS

That except as may otherwise be provided by law, the local voting power for the election of Directors of the Corporation shall be vested solely and exclusively in the holders of the outstanding shares of the capital stock of the Corporation.

#### ARTICLE XV - BYLAWS

The original bylaws of the Corporation shall be adopted by a majority vote of the Shareholders of the Corporation present at a meeting of the Shareholders called for such purpose, at which a majority of the Shareholders are present, and thereafter the bylaws of the Corporation may be amended, altered or rescinded by the vote of the Shareholders of the Corporation. Amendments to the bylaws or to these Articles of Incorporation may be proposed by the Shareholders or by the Board of Directors in the manner as provided in the bylaws and as may be provided under the laws of the State of Florida.

#### ARTICLE XVI - PROXI WITH SPECIAL POWERS

The general meeting designates, to unanimity, a proxy with special powers for Mr. Jay Almeida & Mr. Charles Forsythe with written approval from both partners. The special proxy will be used to Constitute and/or Open and/or Buy Companies and/or Corporations and/or Associations and/or Consortium throughout the world in the name of the corporation. Opening and/or buy shares of stock of Companies and/or Corporations and/or Associations and/or Consortium throughout the world in the name of the corporation, and to open representation offices and/or banking account around the world.

The general meeting designates, to unanimity, a proxy with special powers for Mr. Jay Almeida & Mr. Charles Forsythe is appointed special proxy. The special proxy will engage the corporation with his signature; special powers are attributed to him to represent the corporation with the facilities mentioned below:

A handwritten signature, possibly reading "JF", is located in the bottom right corner of the page.

- a) To collect credits of the corporation, release receipts and cancellations,
- b) To manage the offices of the corporation, check book-keeping, manage social correspondence, the nomination and remove domestic staff of the corporation and to direct of work typical of social purposes to the corporation.
- c) To represent the corporation fully at all degrees of civil, juridical, administrative, fiscal, public order, political and any other authority with general powers,
- d) To represent the corporation in all degrees of civil, juridical, administrative, fiscal, public order, political and any other authority with general and special power received from warrant,
- e) To represent warrant the company in any type of administrative and jurisdictional authority concerning work, with the possibility to bring to an end, appear promptly in situation with these proceedings, and act according to the same purpose, lodging appeal of nullity and any other action or exception which could be imminent over the corporation. At the same time he will be authorized to intervene at request, to contest plans who are favorable to the corporation and, in a general manner, accomplish any action and/or claim foreseen by laws for defense of proper social interests,
- f) Administer all properties belonging to the corporation, or in any forms of negotiation indicated, such as rent, for this he is authorized by the rules in force. To withdraw the sums indicated, to subscribe all private contracts, necessary to form any act realized on the way of exercising faculties that for this give origin to these powers, companies/corporations throughout the world,
- g) They are authorized to mention and/or revoke representatives around the world, of country and/or state, and to confer and/or revoke to each of the representatives their specific powers,
- h) They are the possibility of opening and closing offices, designating a local administrator to which will be granted powers pertaining to each state or country, special proxy has the ability to remove and/or revoke nominations and/or granted power.

Handwritten signature and initials, possibly "CF", in the bottom right corner.



IN WITNESS WHEREOF, I have hereunto set my hand and seal at Miami,  
Dade County, Florida, This 7<sup>th</sup> day of September, 2010.

  
Jay Almeida

  
Charles Forsythe

**CERTIFICATE ACCEPTING DESIGNATION AS REGISTERED AGENT**

I HEREBY CERTIFY that I have accepted the designation as Registered Agent of **WORLDWIDE PAPER SOURCE CORPORATION**, and agree to serve as its Registered Agent, to accept service of process within the State as its Registered Office located at: 9737 N.W 41<sup>st</sup> Street, Suite 490, Miami Florida 33178

  
Jay Almeida


SWORN to and SUBSCRIBED before me this 7<sup>th</sup> day of September, 2010.



Notary Public, State of Florida at Large  
My Commission Expires:



FILED  
2010 SEP 14 PM 4:00  
CLERK OF STATE  
MIAMI, FLORIDA

  
CF