

P10000094743

**Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet**

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H10000250987 3)))



H100002509873ABC%

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850) 617-6381

From: Account Name : BUSH ROSS, P.A.
Account Number : I19990000150
Phone : (813) 224-9255
Fax Number : (813) 223-9620

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10 NOV 18 AM 10:03

FILED

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: _____

(B) - new

**FLORIDA PROFIT/NON PROFIT CORPORATION
FACTORWORKS, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10 NOV 18 PM 3:41

RECEIVED

PS 11/15/10

**ARTICLES OF INCORPORATION
OF
FACTORWORKS, INC.**

FILED
10 NOV 18 AM 10:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of the captioned corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I
CORPORATE NAME AND PRINCIPAL OFFICE

The name of this corporation is FACTORWORKS, INC. (the "Corporation") and its principal office and mailing address is 7257 NW 7th Boulevard, Suite #270, Gainesville, Florida 32607.

ARTICLE II
COMMENCEMENT OF CORPORATE EXISTENCE

The Corporation shall commence its existence upon the filing of these Articles of Incorporation with the Florida Secretary of State.

ARTICLE III
GENERAL NATURE OF BUSINESS

The Corporation may transact any lawful business for which corporations may be incorporated under Florida law.

Brenda K. Holland, Paralegal
Bush Ross, P.A.
1801 N. Highland Avenue, Tampa, FL 33602
813-224-9255
Facsimile Audit No.: H10000250987 3

Facsimile Audit No.: H10000250987 3

ARTICLE IV
CAPITAL STOCK

The stock of the corporation is divided into two classes: (1) common stock in the amount of Ninety Million (90,000,000) shares having par value of \$.001 each, and (2) preferred stock in the amount of Ten Million (10,000,000) shares having par value of \$.001 each. The Board of Directors shall have the authority, by resolution or resolutions, to divide the preferred stock into series, to establish and fix the distinguishing designation of each such series and the number of shares thereof (which number, by like action of the Board of Directors from time to time thereafter may be increased, except when otherwise provided by the Board of Directors in creating such series, or may be decreased, but not below the number of shares thereof then outstanding) and, within the limitations of applicable law of the State of Florida or as otherwise set forth in this article, to fix and determine the relative rights and preferences of the shares of each series so established prior to the issuance, thereof. There shall be no cumulative voting by shareholders.

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation shall be 1801 N. Highland Avenue, Tampa, Florida 33602, and the initial registered agent of the Corporation at such address is BUSH ROSS REGISTERED AGENT SERVICES, LLC.

ARTICLE VI
INCORPORATOR

The name and address of the Corporation's incorporator is:

Name

Brenda K. Holland

Address

1801 N. Highland Avenue
Tampa, Florida 33602

Facsimile Audit No.: H10000250987 3

ARTICLE VII
PRINCIPAL OFFICERS & DIRECTORS

FILED
10 NOV 18 AM 10:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

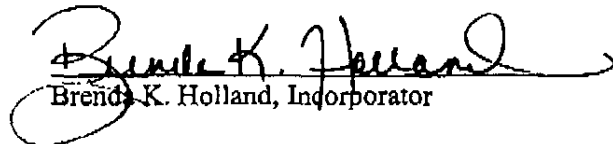
The name and titles of the persons who shall serve as the principal officers and directors of the Corporation are as follows:

<u>Name</u>	<u>Title</u>
Oscar Rodriguez	CEO, President, Secretary, & Director
Jesus Diaz	CFO, Vice President, Treasurer & Director

ARTICLE VIII
BY-LAWS

The power to adopt, alter, amend or repeal by-laws of this Corporation shall be vested in its shareholders and separately in its Board of Directors, as prescribed by the by-laws of the Corporation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 18th day of November, 2010.


Brenda K. Holland, Incorporator

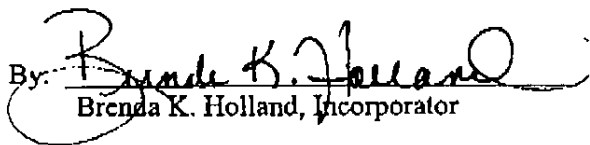
Facsimile Audit No.: H10000250987 3

FILED
10 NOV 18 AM 10:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING
REGISTERED AGENT

Pursuant to the provisions of §§48.091 and 607.0501, *Florida Statutes*, FACTORWORKS, INC., desiring to organize under the laws of the State of Florida, hereby designates BUSH ROSS REGISTERED AGENT SERVICES, LLC, as its Registered Agent for the purpose of accepting service of process within such State and designates 1801 N. Highland Avenue, Tampa, Florida 33602, the business office of its Registered Agent, as its Registered Office.

FACTORWORKS, INC.

By: 
Brenda K. Holland, Incorporator

ACKNOWLEDGMENT

BUSH ROSS REGISTERED AGENT SERVICES, LLC hereby accepts the appointment as Registered Agent of the above named corporation, and agrees to act as such in accordance with the provisions of §§48.091 and 607.0505, *Florida Statutes*.

BUSH ROSS REGISTERED AGENT
SERVICES, LLC

By: 
Brent A. Jones, Vice President