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# FLORIDA PROFIT/NON PROFIT CORPORATION

CTIVE MARKETING & BUSINESS, INC.

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

Active Marketing a Consulting, Inc.

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July 26, 2011

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

A. GARCIA & CO., P.A.

SUBJECT: ACTIVE MARKETING & BUSINESS, INC.

REF: W11000039149

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.

The document number of the name conflict is P0900057958 (ACTIVE MARKETING & BUSINESSES CORP).

If you have any further questions concerning your document, please call (850) 245-6928.

Tim Burch Regulatory Specialist II New Filing Section FAX Aud. #: H11000188548 Letter Number: 011A00017595

# ARTICLES OF INCORPORATION OF ACTIVE MARKETING & CONSULTING, INC.

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

# ARTICLE I. NAME

The name of the corporation is

# **ACTIVE MARKETING & CONSULTING, INC.**

## **ARTICLE II NATURE OF BUSINESS**

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

#### ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1 par value per share.

## ARTICLE IV. ADDRESS

The initial street address of the principal office of this corporation is to be at 7390 SW 107 ST #2211, MIAMI, FL 33173.

The Board of Directors may from time to time designate such other address and place for the principal office of this Corporation as it may see fit.

## ARTICLE V - REGISTERED AGENT

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That ACTIVE MARKETING & CONSULTING, INC. desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at the City of Miami, County of Dade, has named OSWALDO TORRES located at 7390 SW 107 ST #2211, MIAMI, FL 33173 as its agent to accept service of process within this State.

SECRETARY OF STATE

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# ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

Registered Agent - OSWALDO TORRES

#### ARTICLE VI. TERM OF EXISTENCE

This corporation is to exist perpetually.

## **ARTICLE VII PREEMPTIVE RIGHTS**

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rated share thereof at the price at which it is offered to others.

## ARTICLE VIII. SPECIAL PROVISION

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued there under. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

# ARTICLE IX. DIRECTORS

This corporation shall have four directors, initially. The number of directors may be increased or diminished from time to time by the Bylaws, but shall never be less than one.

The name and street address of the initial member of the Board of Directors are:

**OSWALDO TORRES** 

7390 SW 107 ST #2211

Director

MIAMI, FL 33173

ADRIANA BETANCUR

7390 SW 107 ST #2211

Director

MIAMI, FL 33173

# **ARTICLE X OFFICERS**

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

**OSWALDO TORRES** 

**OSWALDO TORRES** 

President

MIAMI, FL 33173

ADRIANA BETANCUR

7390 SW 107 ST #2211

Vice-President

MIAMI, FL 33173

# ARTICLE XI INCORPORATOR

The name and street address of the incorporator to Articles of Incorporation are:

**OSWALDO TORRES** 

7390 SW 107 ST #2211

MIAMI, FL 33173

### ARTICLE XII EFFECTIVE DATE

These Articles of Incorporation shall be effective on

Date of execution and acknowledgment.

## ARTICLE XIII AMENDMENT

These Articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stockholders entitled to vote thereon, manifesting their intention that a certain amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, we have hereunto set our hands and seals, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, seal on this

25 day of July , 20 11.

(Seal)

STATE OF FLORIDA )

SS
COUNTY OF DADE )

Before me, the undersigned authority, personally appeared OSWALDO TORRES me well know and known to me to be the individuals described in and first being duly sworn, executed the foregoing Articles of Incorporation and acknowledged before me that they executed the same for the purposes therein expressed.

Witness my hand and official seal in the County and State named above this \_ Z S day of

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My Commission Expires:

AMADO GARGIA

Motary Public - State of Florida

My Committee of 29, 2015

Committee of EE 97190

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