

P12000030030

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

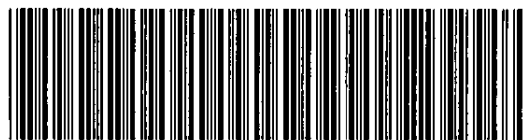
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



900226240289

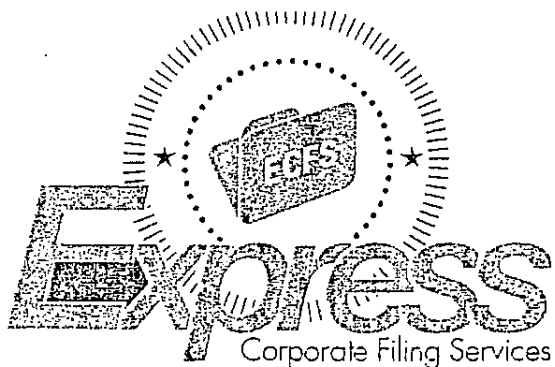
03/28/12--01007--016 \*\*78.75

RECEIVED  
12 MAR 28 AM 10:41  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

12 MAR 28 AM 8:20

FILED  
RECEIVED BY MAIL  
TALLAHASSEE, FLORIDA

3/29  
8



1000 Ponce de Leon Blvd. Suite: 101

Coral Gables, FL 33134

Phone: 305 444 4994

Email- filing@ecfsfiling.com

OFFICE USE ONLY

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

1. INSURANCE OUTSOURCE MANAGEMENT INC  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

☐ Walk in

☒ Pick up time \_\_\_\_\_

☒ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

12 MAR 29 AM 8:20

RECEIVED  
MAR 29 2006  
FILING  
SECTION

# **Certificate of Incorporation**

of

## **Insurance Outsource Management Inc.**

The undersigned subscriber to these **ARTICLES OF INCORPORATION** a natural person(s) competent to contract, forms a Corporation under the laws of the State of Florida.

### **Article One**

The name of this Corporation shall be:

**Insurance Outsource Management Inc.**

### **Article Two**

The principal place of business and mailing address of this Corporation :

**3191 Coral Way - Suite 1005**

**Miami, Florida 33145**

12 MAR 28 AM 8:20  
RECEIVED  
OFFICE OF THE  
CLERK OF THE  
STATE  
TALLAHASSEE, FLORIDA

### **Article Three**

The general nature of business or businesses to be transacted will be: The transaction of any and all lawful business for which corporations may be form under the laws of the State of Florida. And all the amendments and supplements thereto, or any law enacted to take the place thereof.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes, and other evidence of indebttness, execute mortgages, transfer of corporate property or other instrument to secure the payment of corporate property indebttness as required. To seek independent distributors or investors to promote in a franchise type structure our products. Furthermore:

This corporation may engage in any activity or business permitted under the laws of the United States of America and laws of the State of Florida including all of the above, but not limited to same.

## Article Four

### Terms of Existence

This corporation shall have perpetual existence unless sooner dissolved in accordance with the laws of the State of Florida. The date on which corporate existence shall begin is: UPON ACCEPTANCE BY THE SECRETARY OF STATE.

## Article Five

### Capital Stock

12 MAR 28 AM 8:20  
SECRETARY OF STATE  
OFFICE OF THE SECRETARY OF STATE

- A. Designation: The Stock of this corporation shall be known as common stock.
- B. Authorized: The authorized number of shares of common stock that this corporation may issue is: Ten thousand ( 10,000 ) SHARES
- C. Par-Value: Each share of common stock shall have a par value of : One Dollar (\$1.00).
- D. Minimum Capital: The amount of capital with which the corporation shall begin shall not be less that: ONE THOUSAND DOLLARS (\$1,000.00)
- E. Considerations: Shares of common stocks may be issue in exchange for cash, real property, labor or services rendered, or any combination of the foregoing. In absence of fraud in the transaction, the judgment of the Board of Directors as to the value of any such consideration shall be conclusive.
- F. Non-Assess ability: Each share of common stock shall be issue in exchange for consideration which is at least equal to the par value thereof, and shall be fully paid and non-assessable.

12 MAR 20 AM 8:25  
RECEIVED  
MAR 20 2012

**G. Voting Rights:**

Each Share of common stock entitles the record holder thereof to one vote upon each proposal presented at meetings of the stockholders of the corporation. In the event of a dead-lock vote, an independent arbitrator will make the final decision.

**H. Dividends:**

Record holders of common stock are entitled to receive their pro-rate share of any dividends that may be declared by the board of Directors out of assets legally available for such purpose.

**I. Liquidation:**

Holders of common stock are entitled, in the event of the liquidation or dissolution of this corporation, to receive their pro-rata share of any assets of this corporation remaining after payment of all corporate debts and obligations.

**J. Indemnification**

The corporation shall indemnify, or advance expenses to, to the fullest extent authorized or permitted by the Act, any person made, or threatened to be a party to any action, suit or proceeding by reason of the fact that he: (I) is or was a director of the corporation; (II) is or was an officer of the corporation, provided that he is or was at the time a director of the corporation; or (III) is or was serving at the request of the corporation as a director, officer, agent or employee of another corporation, partnership, joint venture, trust or other enterprise, provided that he is or was at the time a director of the corporation.

Except for those persons entitled to indemnification pursuant to the 1<sup>st</sup> paragraph of this Article Four, the Board of Directors of the Corporation shall have, unless otherwise expressly prohibited by the Act, the sole and exclusive discretion, on such terms and conditions as it shall determine, to indemnify, or advance expenses to, any person made, or threatened to be made, a party to any action, suit or proceeding by reason of the fact that he is or was an officer, employee or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise.

Except for those persons entitled to indemnification pursuant to the 1<sup>st</sup> paragraph of this Article Four, no person may apply for indemnification or advancement of expenses to any court of competent jurisdiction.

## **Article Six**

### **Officers /Directors, Name and Address**

This corporation shall have 1 Director (s) initially, although the number of Directors may increase or diminish from time to time by the stockholders but shall never be less than one .

#### **PRESIDENT / DIRECTOR**

Susan Lopez  
12732 SW 250 Terr • Homestead, FL. 33032

## **Article Seven**

### **Terms of Existence**

This corporation shall have perpetual existence unless sooner dissolved in accordance with the laws of the State of Florida . The date on which corporate existence shall begin is: UPON ACCEPTANCE BY THE SECRETARY OF STATE.

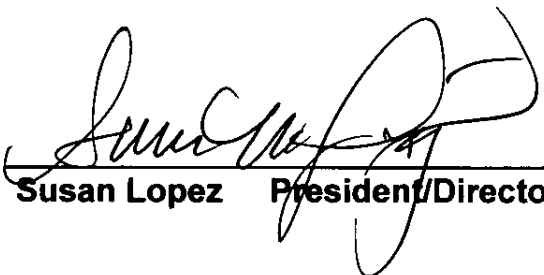
## **Article Eight**

### **Amendment**

This Certificate of Incorporation may be amended in any manner consistent with the laws of the State of Florida.

IN WITNESS WHEREOF, the undersigned subscriber(s) does make, subscribe, acknowledge and file this Certificate for the purpose of forming a corporation for profit under the laws of the State of Florida.

DATE: March 19<sup>th</sup>, 2012

  
\_\_\_\_\_  
Susan Lopez President/Director

12 MAR 28 AM 8:20  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICES OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON PROCESS MAY BE SERVED.**

**3191 Coral Way • Suite 1005 • Miami, FL. 33145**

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

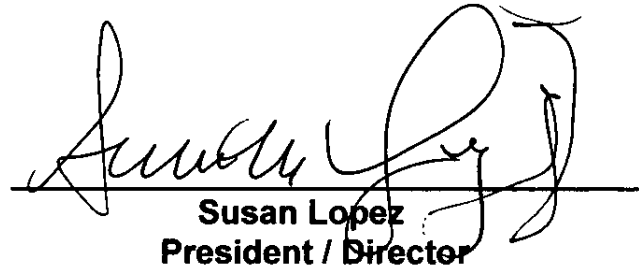
**Insurance Outsource Management Inc.**

**Desiring to organized under the Laws of the STATE OF FLORIDA, with its principal office indicated in the Articles of Incorporation, at the City of Miami, County of Dade, State of Florida, has named:**

**Susan Lopez  
3191 Coral Way • Suite 1005  
Miami, FL. 33145**

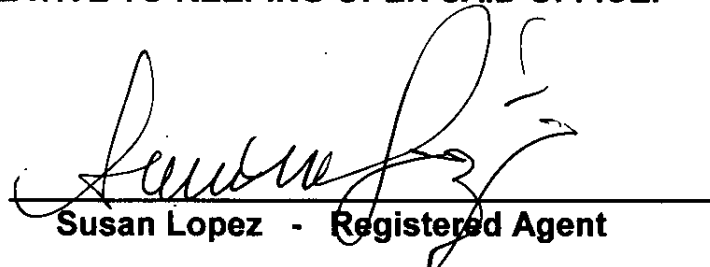
**as its agent to accept service of process within this state**

**Dated: March 19<sup>th</sup>, 2012**

  
**Susan Lopez  
President / Director**

**HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE ESTATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT TO ACT IN THIS CAPACITY AND AGREE TO COMPLY WITH THE PROVISION OF THE SAID ACT RELATIVE TO KEEPING OPEN SAID OFFICE.**

**Dated: March 19<sup>th</sup>, 2012**

  
**Susan Lopez - Registered Agent**