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(Requestor's Name)

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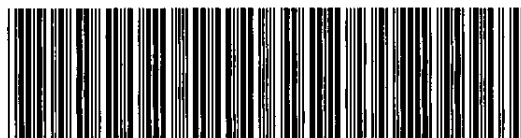
(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____



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04/23/12--01039--004 **78.75

Special Instructions to Filing Officer:

Peter Parks GAVE
AUTHORIZATION BY PHONE TO
WARRANT *PA address - lat PS*
DATE _____
PS

Office Use Only

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
12 MAY -7 PM 4:43

PARTOS CONSULTING GROUP, INC.

**Business Address: 550 Glades road – Suite 250, Boca Raton, Fl 33431
832-212-7327 - E-mail ppartos@Yahoo.com**

May 3, 2012

Department of State
Division of Corporations
Clifton Building
Executive Center Circle
Tallahassee, FL 32301

Attn: New corporate filing

Re: Partos Consulting Group, Inc.

Dear Sir or Madam:

Enclosed are the documents returned for correction of the physical address of the business and one the Resident Agent's Acceptance.

Also enclosed is a copy of your letter addressing the needed change.

Also enclosed is a self addressed stamped envelope for the return of the certified copy addressed to our agent.

If there is any question, please contact us at 704-464-3224,

Sincerely,



Peter Partos, President
Partos Consulting Group, Inc.

PARTOS CONSULTING GROUP, INC.

**Business Address: 1251 S. Federal Hwy, Boca Raton, FL 33432
832-212-7327 - E-mail ppartos@Yahoo.com**

April 10, 2012

Department of State
Division of Corporations
Clifton Building
Executive Center Circle
Tallahassee, FL 32301

Attn: New corporate filing

Re: Partos Consulting, Inc.

Dear Sir or Madam:

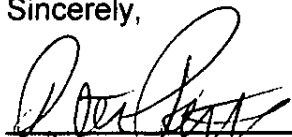
Enclosed are two originals of the new Articles of Incorporation for Partos Consulting, Inc. and one of the Resident Agent's Acceptance.

Also enclosed is a Postal Money order in the amount of \$78.75 for the cost of filing the Articles; the acceptance by the Resident Agent; and for the return of a certified copy of the Articles.

Please return one of copy of the Articles certified and time and date stamped in the stamped envelope provided addressed to our agent.

If there is any question, please contact us at 704-464-3224,

Sincerely,



Peter Partos, President
Partos Consulting Group, Inc.



FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 24, 2012

PETER PARTOS
1251 S FEDERAL HWY
BOCA RATON, FL 33432

SUBJECT: PARTOS CONSULTING GROUP, INC.
Ref. Number: W12000022656

We have received your document for PARTOS CONSULTING GROUP, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The Florida Statutes require an entity to designate a street address for its principal office address. A post office box is not acceptable for the principal office address. The entity may, however, designate a separate mailing address. The mailing address may be a post office box.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Pamela Smith
Regulatory Specialist II

Letter Number: 712A00012569

RECEIVED
12 MAY - 7 PM 3:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12 MAY -7 PM 4:43

**ARTICLES OF INCORPORATION
OF
PARTOS CONSULTING GROUP, INC.**
A Florida Corporation

I, the undersigned, being the original incorporator herein named, for the purpose of forming a corporation under the General Corporation Laws of the State of Florida, to do business within and without the State of Florida, do make and file these ARTICLES OF INCORPORATION hereby declaring and certifying the facts herein stated are true.

**ARTICLE I
NAME**

THE NAME OF THE CORPORATION IS:
PARTOS CONSULTING GROUP, INC.

**ARTICLE II
RESIDENT AGENT, REGISTERED OFFICE, AND PHYSICAL LOCATION OF BUSINESS**

SECTION 2.01 RESIDENT AGENT The name and address of the resident agent for service of process is Celia Costa, 5550 Glades Road - Suite 250, Boca Raton, Florida 33431.

SECTION 2.02 RESIDENT OFFICE. The address of its registered office and physical location of the business is 5550 Glades Road - Suite 250, Boca Raton, Florida 33431.

SECTION 2.03 OTHER OFFICES. The corporation may also maintain offices for the transaction of any business at such other places within or without the State of Florida as it may from time to time determine. Corporate business of every kind and nature may be conducted, and meetings of directors and stockholders held outside the State of Florida will have the same effect as if in the State of Florida.

**ARTICLE III
SHARES OF STOCK**

The amount of the total authorized capital stock of this corporation is 1,000 shares, consisting of 1,000 shares of common stock, having a par value of \$1.00 per share. The stock may be issued from time to time without action by the stockholders. The stock may be issued for such consideration as may be fixed from time to time by the Board of Directors.

The Board of Directors may issue such shares of common stock in one or more series, at such price and in such number of each series with such voting powers, designations, preferences and rights or qualifications, limitations or restrictions thereof as shall be stated in the resolution or resolutions adopted by it. There shall be no preemptive rights, nor rights to cumulative voting.

ARTICLE IV DIRECTORS

Section 4.01 **GOVERNING BOARD.** The members of the governing board of the corporation shall be styled as Directors.

Section 4.02 **INITIAL BOARD OF DIRECTORS.** The initial Board of Directors shall consist of one member. The names and address of the initial members of the Board of Directors are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Peter Partos	5550 Glades Road - Suite 250 Boca Raton, Florida 33431

This individual shall serve as directors until the first annual meeting of the stockholders or until their successors shall have been elected and qualified.

Section 4.03 **CHANGE IN NUMBER OF DIRECTORS.** The number of specific or total directors may be increased or decreased by a duly adopted amendment to the bylaws of the corporation.

ARTICLE V DIRECTORS AND OFFICERS LIABILITY

A director or officer of the corporation shall not be personally liable to this corporation or its stockholders for damages for breach of fiduciary duty as a director or officer, but this article shall not eliminate or limit the liability of a director or officer for (I) acts or omissions which involve intentional misconduct, fraud or a knowing violation of law or (II) the payment of distributions in violation of law. Any repeal or modification of this article by the stockholders shall not affect any limitation on the personal liability of a director or officer of the corporation for acts or omissions prior to such repeal or modification.

ARTICLE VI INDEMNITY

Every person who was or is a party to, or is threatened to be made a party to, or is involved in any action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that he, or a person of whom he is the legal representative, is or was a director or officer of the corporation, or is or was serving at the request of the corporation as a director or officer of another corporation, or as its representative in a partnership, joint venture, trust or other enterprise, shall be indemnified and held harmless to the fullest extent legally permissible under the laws of the State of Florida from time to time against all expenses, liability and loss (including attorney's fees, judgments, fines and amounts paid or to be paid in settlement) reasonably incurred or suffered by him in connection therewith. Such right of indemnification shall be a contract right that may be enforced in any manner desired by such person. The expenses of officers and directors incurred in defending a civil or criminal action, suit or proceeding must be paid by the corporation as they are incurred and in advance of the final disposition of the action, suit or proceeding, upon receipt of an undertaking

by or on behalf of the director or officer to repay the amount if it is ultimately determined by a court of competent jurisdiction that he is not entitled to be indemnified by the corporation. Such right of indemnification shall not be exclusive of any other right which such directors, officers or representatives may have or hereafter acquire and, without limiting the generality of such statement, they shall be entitled to their respective rights of indemnification under any bylaw, agreement, vote of stockholders, provision of law or otherwise, as well as their rights under this article.

Without limiting the application of the foregoing, the Board of Directors may adopt bylaws from time to time with respect to indemnification to provide at all times the fullest indemnification permitted by laws of the State of Florida, and may cause the corporation to purchase and maintain insurance on behalf of any person who is or was a director or officer of the corporation, or is or was serving at the request of the corporation as director or officer of another corporation, or as its representative in a partnership, joint venture, trust or other enterprises against any liability asserted against such person and incurred in any such capacity or arising out of such status, whether or not the corporation would have the power to indemnify such person.

The indemnification provided in this article shall continue as to a person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of the heirs, executors and administrators of such person.

ARTICLE VII **AMENDMENTS**

This corporation reserves the right to amend, alter, change or repeal any provision contained in these articles of incorporation or its bylaws in the manner now or hereafter prescribed by statute or by these articles of incorporation or said bylaws, and all rights conferred upon the stockholders are granted subject to this reservation.

ARTICLE VIII **POWERS OF DIRECTORS**

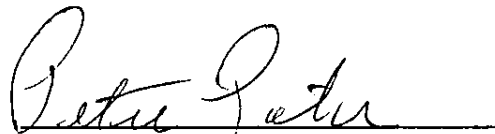
In furtherance, and not in limitation of the powers conferred by statute, the Board of Directors is expressly authorized:

- (1) Subject to the bylaws, if any, adopted by the stockholders, to make, alter or repeal the bylaws of the corporation;
- (2) To authorize and cause to be executed mortgages and liens, with or without limit as to amount, upon the real and personal property of the corporation;
- (3) To authorize the guaranty by the corporation of securities, evidences of indebtedness and obligation of persons, corporations and business entities;
- (4) To set apart out of any funds of the corporation available for dividends reserves for any proper purpose and to abolish any such reserve; and

- (5) By resolution adopted by a majority of the whole board, to designate one or more committees, each committee to consist of one or more of the directors of the corporation, which, to the extent provided in the resolution or in the bylaws of the corporation, shall have and may exercise the powers of the Board of Directors in the management of the business and affairs of the corporation, and may authorize the seal of the corporation to be affixed to all papers which may require it. Such committee or committees shall have such name or names as may be stated in the bylaws of the corporation or as may be determined from time to time by resolution adopted by the Board of Directors.

The Board of Directors except shall exercise all corporate powers of the corporation as otherwise provided herein or by law.

IN WITNESS WHEREOF, I have hereunto set my hand this 4th day of April 2012, hereby declaring and certifying the facts stated hereinabove are true.



Peter Partos (Incorporator)
5550 Glades Road - Suite 250
Boca Raton, Florida 33431

FILED OF STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
12 MAY -7 PM 4: 44

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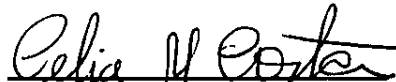
~~CERTIFICATE OF ACCEPTANCE
FOR APPOINTMENT OF RESIDENT AGENT
CERTIFIED ON BEHALF OF ANCE~~

PARTOS CONSULTING GROUP, INC.

I, Celia Costa, of 5550 Glades Rd. Suite 250, Boca Raton, Florida 33431. do hereby accept the appointment as resident agent of the above-named corporation in accordance with the laws and regulations of the State of Florida.

Furthermore, the **MAILING ADDRESS** for the above registered office is 5550 Glades Rd, Suite 250, Boca Raton, Florida 33431.

IN WITNESS WHEREOF, I have hereunto set my hand this 9th day of April, 2012.


Celia Costa