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## KF Financial

September 18, 2015

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

Re: Pedro Gonzalez, CPA, P.A.

Dear Sir or Madame:

Enclosed is an original and one (1) copy of the Articles of Incorporation as referenced above, together with a check for \$70.00.

Please return a copy of the Articles of Incorporation to our office.

Sincerely,

Pedro Gonzalez

Kingdom First Financial Corporation

#### ARTICLES OF INCORPORATION

**OF** 

#### PEDRO GONZALEZ, CPA, P.A.

The undersigned incorporator to these articles of incorporation, being duly licensed or otherwise legally authorized to practice accounting in the State of Florida, adopt these articles with the intention of forming a professional corporation in accordance with the Florida Professional Service Corporation and Limited Liability Company Act, F.S. Chapter 621 and other laws of the State of Florida.

#### ARTICLE I – NAME

The name of the professional service corporation is **PEDRO GONZALEZ, CPA, P.A.**, (hereinafter, "Corporation").

#### ARTICLE II - PURPOSE OF CORPORATION

This Corporation is organized for the following purposes:

- a. To engage in the practice of accounting as professional accounting corporation and to carry on services incident to the practice of accounting.
- b. to own property, enter into contracts, and to carry on any business necessary or incidental to the accomplishment of furtherance of the purposes or objects of this Corporation.

#### ARTICLE III – PRINCIPAL OFFICE

The principle office and mailing address of this Corporation is 3670 Invertary Drive #3H, Lauderhill, FL 33319.

#### ARTICLE IV – INCORPORATOR

The name and street address of the incorporator signing these articles of incorporation is

Pedro J. Gonzalez 3670 Inverrary Dr. #3H Lauderhill, Fl, 33319

#### ARTICLE V - DIRECTOR(S)

The Director of the Corporation shall be:

Pedro J. Gonzalez

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#### ARTICLE VI – CORPORATE CAPITALIZATION

- 6.1 The maximum number of shares of stock which the Corporation shall be authorized to issue or have outstanding at any one time is TEN THOUSAND (10,000) shares of common stock, each share having a par value of ONE DOLLAR (\$1.00).
- 6.2 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however that the board of director(s) may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the board of director(s) may deem advisable in connection with such issuance.
- 6.3 The board of director(s) of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, for such consideration as the board of director(s) may deem advisable, subject to such restrictions or limitations, if any, as maybe set forth in the bylaws of the corporation.
- 6.4 The board of director(s) of the Corporation may, by Restated Articles of Incorporation, classify and reclassify any unissued stock from time to time by setting or changing the preferences, conversions, or other rights, voting powers, restrictions, limitations are to dividends, qualifications or term or conditions of redemption of stock.

#### ARTICLE VII - SHAREHOLDER RESTRICTIVE AGREEMENT

All of the shares of stock of this Corporation maybe subject to a shareholders restrictive agreement containing numerous restrictions of the rights of shareholders of the Corporation and transferability of the shares of stock of the Corporation. A copy of the shareholders restrictive agreement, if any, is on file at the principal office of the Corporation.

#### ARTICLE VIII – CORPORATE POWERS

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or this article of incorporation.

#### ARTICLE IX – TERM OF EXISTENCE

This Corporation shall have perpetual existence.

#### ARTICLE X - REGISTERED OWNERS

The Corporation, to the extent permitted by law, shall be entitles to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable claim to, or interest in, such share or right on the part of any other person, whether or not the corporation shall have notice thereof.

#### ARTICLE XI – REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 3670 Inverrary Drive #3H Lauderhill, FL, 33319, and the name of its initial registered agent at such address is Kingdom First Financial Corporation.

#### **ARTICLE XII – BYLAWS**

The board of director(s) of the Corporation shall have the power, without the assent or vote of the shareholders, to make, alter, amend or repeal the bylaws of the Corporation, but the affirmative vote of a number of directors equal to a majority of the number who would constitute a full board of directors at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the bylaws.

#### ARTICLE XIII- EFFECTIVE DATE

These articles of incorporation shall be effective immediately upon approval of the secretary of state, state of Florida.

#### ARTICLE XIV – AMENDMENT

The Corporation reserves the right to amend, add to, or repeal any provision contained in these articles of incorporation, in the manner consistent with law and in conformity with the provisions set forth in the bylaws.

Executed by the undersigned on September 15, 2015

Pedro I/Sonzales, Incorporator

### CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of FS Section 607.0501 or FS Section 617.0501, the undersigned Corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

- 1. The name of the Corporation is: **PEDRO GONZALEZ, CPA, P.A.**
- 2. The name and street address of the registered agent and office is:

#### Kingdom First Financial Corporation 3670 Inverrary Drive #3H Lauderhill, Fl. 33319

Having been named as registered agent and to accept service of process for the above stated Corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: September 15, 2015

Kingdom First Financial Corporation

Pedro Conzalez Presiden