

**H96000023665**

FAX: (813) 421-8000  
((H9600003678))  
NAME: TECHNOLOGY MANAGEMENT AND CONSULTING, INC.  
FAX AUDIT NUMBER: H96000003678  
DATE REQUESTED: 03/14/1996  
CERTIFIED COPIES: 1  
NUMBER OF PAGES: 4  
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ACCOUNT NUMBER: 070402002741

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION  
OF

TECHNOLOGY MANAGEMENT AND CONSULTING, INC.  
The undersigned incorporator (s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:  
TECHNOLOGY MANAGEMENT AND CONSULTING, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

550 OAKS LANE # 105  
POMPANO BEACH, FLORIDA 33069

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any time is: 1000 SHARES, ONE DOLLAR PAR VALUE PER SHARE.

ARTICLE IV-PREEMPTIVE RIGHTS

Every stockholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which it already holds, shall have the right to purchase his pro rata share thereof, as nearly as may be done without issuance of fractional shares as the price at which it is offered to others.

H96000003678

PREPARED BY: MIT PRODUCTS & SERVICE, INC.  
6555 N.W. 36th St. Ste. 301  
Miami, Fl. 33166  
Phone (305) 871-0008

ARTICLE V-INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

DIANE ZAPATA  
4720 N.W. 102ND. AVE. APT. 103  
MIAMI, FLORIDA 33178

ARTICLE VIINITIAL BOARD OF DIRECTOR(S)

This corporation shall have (3) (three) directors initially, The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The name(s) and address(es) of the initial director(s) on this corporation is (are):

CARLOS EMMANUELLI  
550 OAKS LANE # 105  
POMPANO BEACH, FLORIDA 33069

FRANCISCO MARIO ROMERA  
4720 N.W. 102ND. AVENUE APT. 103  
MIAMI, FLORIDA 33178

DAVID HUAUYA  
8950 S.W. 69TH CT. APT. 407  
MIAMI, FL. 33156

ARTICLE VIIOFFICER(S) AND SUBSCRIBER(S)

The officer(s) and subscriber(s) of this corporation is as follow:

CARLOS EMMANUELLI	PRESIDENT/DIRECTOR	65	SHARES
FRANCISCO MARIO ROMERA	TREASURER/DIRECTOR	12.5	SHARES
DAVID HUAUYA	SECRETARY/DIRECTOR	12.5	SHARES
DIANE ZAPATA		10	SHARES

ARTICLE VIII

## INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

CARLOS EMMANUELLI  
550 OAKS LANE # 105  
POMPANO BEACH, FLORIDA 33069

The undersigned has (have) executed these Articles of Incorporation this  
07TH Day of March, 1996



CARLOS EMMANUELLI/INCORPORATOR  
Signature/ Title

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, 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: TECHNOLOGY MANAGEMENT AND CONSULTING, INC.

2. The name and address of the registered agent and office is:

DIANE ZAPATA  
(NAME)

4720 N.W. 102ND. AVENUE APT. 103  
(ADDRESS)

MIAMI, FLORIDA 33178  
(CITY/STATE/ZIP)

SIGNATURE *Diane Zapata*

TITLE ✓

DATE March 07, 1996

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.

SIGNATURE *Diane Zapata*

DATE March 07, 1996

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96 MAR 15 PM 5:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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8/23/96

FLORIDA DIVISION OF CORPORATIONS

11:24 AM

((H96000011810)))

TO: DIVISION OF CORPORATIONS  
DEPARTMENT OF STATE  
STATE OF FLORIDA  
409 EAST GAINES STREET  
TALLAHASSEE, FL 32399  
FAX: (904) 922-4000

FROM: MIT PRODUCTS AND SERVICE, INC.  
6555 NW 36TH ST  
SUITE 301  
VIRGINIA GARDENS FL 33166-

CONTACT: RAFAEL MOREL  
PHONE: (305) 871-0008  
FAX: (305) 871-0550

((H96000011810)))

NAME: TECHNOLOGY MANAGEMENT AND CONSULTING, INC.  
FAX AUDIT NUMBER: H96000011810  
DATE REQUESTED: 08/23/1996  
CERTIFIED COPIES: 0  
NUMBER OF PAGES: 1  
ESTIMATED CHARGE: \$87.50

DOCUMENT TYPE: REGISTERED AGENT RESIGNATION  
CURRENT STATUS: REQUESTED  
TIME REQUESTED: 11:24:38  
CERTIFICATE OF STATUS: 0  
METHOD OF DELIVERY: FAX  
ACCOUNT NUMBER: 070402002741

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TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE, SANDRA H. MORTIAM, SECRETARY OF STATE

## RESIGNATION OF REGISTERED AGENT

Pursuant to the provisions of sections 607.0502(2), 617.0502(2), 607.1509, or 617.1609, Florida Statutes, the undersigned, DIANE ZAPATA  
(Name of registered agent)  
hereby resigns as Registered Agent for TECHNOLOGY MANAGEMENT AND CONSULTING, INC.  
(Name of corporation)

A copy of this resignation was mailed to the above listed corporation at its last known address. The agency is terminated and the office discontinued on the 31st day after the date on which this statement is filed.

*Diane Zapata*

(Signature of resigning agent)

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)

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95 AUG 23 PM 1:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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PREPARED BY: MIT PRODUCTS & SERVICE, INC.  
6555 N.W. 36 St. Ste. 301  
Miami, FL 33166 Phone 305 871-0008

Fee for filing this document:  
\$87.50 - Active corporation  
\$35.00 - Administratively dissolved corporation

DIVISION OF CORPORATIONS - P.O. BOX 6327 - TALLAHASSEE, FL 32314

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10/17/96  
8:42 AM

FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS  
(904)922-4000

FAX #:

FROM: MIT PRODUCTS AND SERVICE, INC.  
070402002741

A CT#:

CONTACT: RAFAEL MOREL  
PHONE: (305)871-0008  
(305)871-0550

FAX #:

NAME: TECHNOLOGY MANAGEMENT AND CONSULTING, INC.

AUDIT NUMBER.....H96000014605

DOC TYPE.....REGISTERED AGENT CHANGE

CERT. OF STATUS..0

PAGES..... 1

CERT. COPIES.....0

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**FLORIDA DEPARTMENT OF STATE**  
Sandra B. Mortham  
Secretary of State

October 17, 1996

TECHNOLOGY MANAGEMENT AND CONSULTING, INC.  
550 OAKS LANE  
#105  
POMPANO BEACH, FL 33069

SUBJECT: TECHNOLOGY MANAGEMENT AND CONSULTING, INC.  
REF: P96000023665

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

Section 15.16(3), Florida Statutes, requires each document to contain in the lower left-hand corner of the first page the name, address, and telephone number of the preparer of the original and, if prepared by an attorney licensed in this state, the preparer's Florida Bar membership number.

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 (904) 487-6902.

Linda Stitt  
Corporate Specialist

FAX Aud. #: H96000014605  
Letter Number: 196A00047726

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96 OCT 17 PM 3:52  
DIVISION OF CORPORATIONS

H96000014605

Florida Department of State, Sandra B. Mortham, Secretary of State

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of FLORIDA submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is: TECHNOLOGY MANAGEMENT AND CONSULTING, INC.
2. The mailing address of the corporation is: 550 OAK LANE, # 105  
FOYRANO BEACH, FL 33069
3. Date of incorporation/qualification: 02-15-1996 Document number: P96000023665
4. The name and address of the current registered agent and office:

Registered on 08-23-1996

5. The name and address of the new registered agent and office: (P.O. Box Not Acceptable)

MARIA GABRIELA MORENO13426 S.W. 44 LaneMiami, FL 33175

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

[Signature]  
(Signature of an officer, chairman or vice chairman of the board)

10/8/96  
(Date)CARLOS EMMAUELIPRESIDENT

(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

[Signature]  
(Signature of Registered Agent)

10-15-96  
(Date)

If signing on behalf of an entity:

(Typed or Printed Name)

H96000014605

CR2E04X(1/95)

Phone  
(305) 871-0008

PREPARED BY: MITPRODUCTS &amp; SERVICE, INC.

6555 N.W. 36 ST. STE. 301  
MIAMI, FL 33166

(Capacity)

FILING FEE: \$35.00

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96 OCT 17 PM 4:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA