

P 96 0000 97398

Jorge Corrales
1460 N.W. 107th Avenue , Suite N
Miami, Florida 33172

Office Use Only

FILED
NOV 26 11:12:23
TALLAHASSEE, FLORIDA

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

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

600002005656--4
-11/15/96--01037--019
****122.50 ****122.50

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input 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

396 52760

1091-21577

615

Examiner's Initials	
---------------------	--



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 20, 1996

JORGE CORRALES
1460-N NW 107 AVE
MIAMI, FL 33172

SUBJECT: CREOLE CONSULTING CORP.
Ref. Number: W96000024577

We have received your document for CREOLE CONSULTING CORP. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

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) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 396A00052760

CERTIFICATE OF INCORPORATION

We, the undersigned, hereby make, subscribe, acknowledge and file this certificate for the purpose of becoming a Corporation under the Laws of the State of Florida.

ARTICLE I

The name of the Corporation shall be: Creole Consulting Corp.

ARTICLE II:

The general purpose of this Corporation is:

- (a) To conduct, carry and engage in any type of manufacturing business and consulting services, the packaging, marketing and sales of those products and services. It is also the object Corporation to handle in every other way products, whether finished or not for the aforementioned purposes of manufacturing, and/or storage, and/or sales, and to handle in every other way services, whether partially or totally for the purposes of packaging, and/or marketing, and/or sales, and/or performance.
- (b) To buy, lease, and otherwise acquire lands and interest of lands of every kind and description, wheresoever situated; to buy, lease, and otherwise acquire, and to construct and erect buildings and structures and on such lands for any use or purpose; to hold on, improve, develop, maintain, operate, let, lease, mortgage, sell or otherwise dispose of such property or any part thereof; to equip and operate warehouses, factories, office buildings, hotels, apartments or apartment buildings, buildings, structures and business connected with them of whatsoever kind.
- (c) To take, lease, purchase, or otherwise acquire and to own, use, sell, convey, exchange, lease, mortgage, work improve, develop, divide, devise means to handle or otherwise deal and dispose of real estate, real property, and any other interests or rights there in.
- (d) The owning, the operating, leasing, managing and in every way engaging in the business of such owning, operating, leasing, managing, of hotels, apartment houses, residences, and businesses for this Corporation or for others; the acquiring and disposing whether by sale, purchase, barter or otherwise of all bonds, notes and evidence of indebtedness, arising out or in connection of all acts, such as, ownership, operating, leasing and managing; the making of all contracts and doing of all acts arising out of or in connection with such ownership, operating, leasing or managing, the making of all contracts and agreements and the doing off all acts, and the establishment of all offices or places of business connected with any of the foregoing powers, the enumerating of which (or any of the powers enumerated as the foregoing) shall not be exclusively of any other powers that may be enjoyed by a natural person.
- (e) The financing of the deferred portions of installments purchases of all property both real and personal; the buying, selling, developing of mortgages of real estate and personality, contracts receivable, and all evidence of indebtedness and courses of action having to do with real or personal property; the buying, selling marketing, distributing, producing and in every way dealing in all kinds, characters and descriptions of real property, real personal or mixed, including agricultural products; the maintaining, developing, promoting, financing and otherwise dealing in all kinds, characters and descriptions of real property, real personal, or mixed, including agricultural products; the maintaining, developing, promoting, financing and otherwise dealing in the patent rights, trademarks or applications for the same or patent pending; the operating and maintaining of any and all stores and offices for the purposes of carrying on any and all classes of

FILED
26 NOV 26 PM 12:23
TALLAHASSEE, FLORIDA

retail and wholesale business for itself and for others and engaging in any other kind of business that a natural person might engage in; the doing of all the acts; the making of any and all contracts; and the negotiation and accomplishment of all things necessary or incidental to the carrying on of any of its business.

(f) It shall have full power and lawful authority to issue, execute assign and endorse notes, mortgages, bonds and all other negotiable papers, to hold, buy and sell stock of other Corporation; to secure any indebtedness due to it in the same manner common to natural persons. It shall have the full power to loan money and to secure the payments thereof by accepting mortgages, personal endorsements or assignments or personal property or other security. It may be used and sued, contract and contracted with.

(g) To do all and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes, or the attainment of any or all of the objects herein enumerated or incidental to the powers herein named, which shall at any time appear conducive or expedient of the protection of benefit of the Corporations, either as holders of or interested in any property of otherwise, with all the powers now or hereafter conferred by the laws of the State of Florida upon Corporations. The business of the Corporation is from time to time to do any one or more or all of the acts and things set out above, and it shall have the right to conduct its business, in all its branches, in or outside the United States, its territory of dependency, in or outside the State of Florida or in any other State, or in foreign countries, it being the intention that each of the objects, purposes, and powers, are to be in no manner not to any extent limited or restricted by reference or interference by or from the terms of any clause of this statement, or any other paragraph of this character or certificate.

(h) To conduct any lawful business for which a Corporation may be incorporated under the laws of the State of Florida.

ARTICLE III

The capital stock of this "S" Corporation shall consist of 100 shares; \$1.00 par value each.

ARTICLE IV

The amount of capital with which this Corporation shall begin business is ONE HUNDRED DOLLARS (\$100.00)

ARTICLE V

The existence of this Corporation shall be perpetual

ARTICLE VI

The number of Directors shall be no less than one (1) and no more than three (3)

ARTICLE VII

The principal office of this Corporation shall be located at:

1460-N-N.W. 107th Avenue, Miami, Florida 33172

ARTICLE VIII

The names and mailing addresses of the members of the First Board of Directors are:

Jorge Corrales, 1460-N-N.W. 107th Avenue, Miami, Florida 33172

Alan R. Velez, 1460-N-N.W. 107th Avenue, Miami, Florida 33172

Rolando R.H. Santos, 1460-N-N.W. 107th Avenue, Miami, Florida 33172

The above mentioned Directors shall hold office until the first annual meeting of shareholders and until their successors are elected and qualified or until their earlier resignation, removal from office or death.

ARTICLE IX

The names and mailing addresses of the subscribers of this Certificate of Incorporation are as follows:

Jorge Corrales, 1460-N-N.W. 107th Avenue, Miami, Florida 33172

Alan R. Velez, 1460-N-N.W. 107th Avenue, Miami, Florida 33172

Rolando R.H. Santos, 1460-N-N.W. 107th Avenue, Miami, Florida 33172

ARTICLE X

The Shareholders of this Corporation shall have preemptive rights to acquire unissued or treasury shares of the Corporation, or securities of the Corporation convertible into or carrying a right to subscribe to or acquire shares.

ARTICLE XI

The initial registered office of this Corporation shall be at:

1460-N-N.W. 107th Avenue, Miami, Florida 33172

The initial registered agent at such address shall be:

Jorge Corrales.


ARTICLE XII

The bylaws of this Corporation may be created, amended, changed or replaced by either the stockholders or the Directors of the Corporation, at any duly scheduled special meeting called for that purpose.

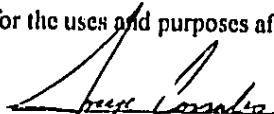
ARTICLE XIII

This Corporation shall indemnify any officer or director, to the extent permitted by law.

IN WITNESS THEREOF, the undersigned have made and subscribed this Certificate of Incorporation in Miami, County of Dade, State of Florida for the uses and purposes aforesaid.



Sheldon R. Santos



Jerry Corvalan

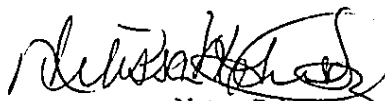
STATE OF FLORIDA, COUNTY OF DADE

I hereby certify that on this day before me, a Notary Public duly authorized in the State of Florida and County of Dade, to take acknowledgments, personally appeared, Jerry Corvalan,
_____, and _____ to me known to be the persons described as subscribers in, and who executed the foregoing articles of Incorporation, and acknowledge before me that they subscribe to those articles of incorporation.

Witness my hand and official seal, in the County of Dade, State of Florida, this 22nd day
of October, 1990.



MELISSA M FUENTES
My Commission CC389926
Expires Jul. 04, 1993
Bonded by HAI
800-422-1555



Notary Public.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of sections 607.0501 or 617.0501, 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: Croolo Consulting Corp.

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

Jorge Corrales

(Name)

1460 N.W. 107th Avenue, Suite N

(P.O. Box NOT acceptable)

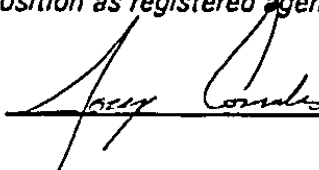
Miami, Florida 33172

(City/State/Zip)

FILED:
96 NOV 26 PM 12:23
TALLAHASSEE, FLORIDA

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



DATE 11/25/96