

P97000043081

TRANSMITTAL LETTER

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

500002174315-13
05/12/97-01020-019
****122.50 ****122.50

SUBJECT: C2C CONSULTING, INC.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$122.50, in payment of the required filing fees, and a certified copy.

FROM: JOSEPH R. GONZALEZ

13941 S.W. 105 STREET

MIAMI, FLORIDA 33186

(305) 382-9469

MAY 15 1997

FILED
97 MAY 12 PM 3:02
DEPT. OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

C2C CONSULTING, INC.

FILED
97 MAY 12 PM 3: 02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, ACTING AS INCORPORATOR OF A CORPORATION
UNDER THE FLORIDA GENERAL CORPORATION ACT, ADOPTS THE FOLLOWING
ARTICLES OF INCORPORATION FOR SUCH CORPORATION.

ARTICLE I- NAME OF CORPORATION

THE NAME OF THE CORPORATION SHALL BE C2C CONSULTING, INC.

ARTICLE II- PRINCIPAL OFFICE

THE PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS OF THIS
CORPORATION SHALL BE:

13941 S.W. 105 STREET
MIAMI, FLORIDA 33186

ARTICLE III- DURATION

THIS CORPORATION IS TO HAVE PERPETUAL EXISTENCE.

ARTICLE IV- NATURE OF BUSINESS

THE PURPOSE OF THIS CORPORATION IS TO ENGAGE IN ANY ACTIVITY
OR BUSINESS PERMITTED UNDER THE LAW OF THE UNITED STATES AND THE
STATE OF FLORIDA.

ARTICLE V- CAPITAL STOCK

THE CORPORATION IS AUTHORIZED TO ISSUE ONE THOUSAND (1,000)
SHARES OF COMMON STOCK HAVING A NOMINAL OR PAR VALUE OF ONE (\$1.00)
DOLLAR PER SHARE. THE CONSIDERATION TO BE PAID FOR EACH SHARE OF
STOCK SHALL BE FIXED BY THE BOARD OF DIRECTORS.

ARTICLE VI- INITIAL REGISTERED AGENT

THE INITIAL REGISTERED AGENT OF THIS CORPORATION IS AS
FOLLOWS:

JOSEPH R. GONZALEZ
13941 S.W. 105 STREET
MIAMI, FL 33186

ARTICLE VII- INITIAL DIRECTORS AND OFFICERS

THIS CORPORATION SHALL HAVE ONE (1) DIRECTOR INITIALLY. THE
NUMBER OF DIRECTORS MAY BE EITHER INCREASED OR DECREASED FROM TIME
TO TIME IN BY-LAWS ADOPTED BY THE CORPORATION IN THE MANNER
PROVIDED BY LAW, BUT SHALL NEVER BE LESS THAN ONE.

THE NAME AND ADDRESSE OF THE INITIAL DIRECTOR AND OFFICER
IS AS FOLLOWS:

NAME AND ADDRESS

OFFICE

JOSEPH R. GONZALEZ
13941 S.W. 105 STREET
MIAMI, FLORIDA 33186

PRESIDENT, DIRECTOR

ARTICLE VIII- INCORPORATORS

THE NAME AND STREET ADDRESS OF THE INCORPORATOR TO THIS
ARTICLES OF INCORPORATION IS:

JOSEPH R. GONZALEZ
13941 S.W. 105 STREET
MIAMI, FLORIDA 33186

ARTICLE IX- AMENDMENT OF ARTICLES

THESE ARTICLES OF INCORPORATION MAY BE AMENDED IN THE MANNER
PROVIDED BY LAW. EVERY AMENDMENT SHALL BE APPROVED BY THE BOARD OF
DIRECTORS, PROPOSED BY THEM TO THE STOCKHOLDERS, AND APPROVED AT A
STOCKHOLDERS MEETING BY A MAJORITY OF THE STOCK ENTITLED TO VOTE
THEREON.

IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR HAS
EXECUTED THESE ARTICLES OF INCORPORATION IN THE STATE OF FLORIDA,
THIS 4 DAY OF May, 1997.

Joseph R. Gonzales
INCORPORATOR

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

FILED
97 MAY 12 PM 3:02
SEC. OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501,
FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE
LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT
DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE
OF FLORIDA.

1. THE NAME OF THE CORPORATION IS:

C2C CONSULTING, INC.

2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS:

JOSEPH R. GONZALEZ
13941 S.W. 105 STREET
MIAMI, FLORIDA 33186

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.

Joseph R. Gonzalez
(SIGNATURE)

May 4, 1997
(DATE)