

P97000062862

TRANSMITTAL LETTER

FILED

97 JUL 21 PM 1:51

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

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SUBJECT: RIO VISTA  
SOUTH FLORIDA CONSULTING GROUP, INC.  
(Proposed corporate name - must include suffix)

700002207957--1  
-06/10/97--01089--004  
\*\*\*131.25 \*\*\*131.25

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate

☐ \$122.50  
Filing Fee  
& Certified Copy

☐ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

ADDITIONAL COPY REQUIRED

FROM: JENNIFER LEIGH FIELDS  
Name (Printed or typed)

1617 SE 11<sup>th</sup> STREET  
Address

FT. LAUDERDALE, FLA. 33316  
City, State & Zip

954/519-1253  
Daytime Telephone number

WAT 7/26/97  
PH 7/21/97

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

June 11, 1997

JENNIFER LEIGH FIELDS  
1617 SE 11TH ST  
FT LAUDERDALE, FL 33316

SUBJECT: SOUTH FLORIDA CONSULTING GROUP, INC.  
Ref. Number: W97000013671

We have received your document for SOUTH FLORIDA CONSULTING GROUP, INC. and check(s) totaling \$131.25. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6915.

Pamela Hall  
Document Specialist

Letter Number: 897A00031396

*Pls. find attached new submittal -*  
*[Signature]*

## TRANSMITTAL LETTER

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

SUBJECT: Rio Vista Consulting Group, Inc.  
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate

☐ \$122.50  
Filing Fee  
& Certified Copy

☐ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

ADDITIONAL COPY REQUIRED

FROM: JENNIFER LEIGH FIELDS  
Name (Printed or typed)

1617 SE 11<sup>th</sup> STREET  
Address

FT. LAUDERDALE, FLA. 33316  
City, State & Zip

\_\_\_\_\_  
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

## ARTICLES OF INCORPORATION

FILED

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a Corporation for profit under Chapter 607 of the Florida Statutes. STATE  
TALLAHASSEE, FLORIDA

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### ARTICLE I-NAME

The name of the Corporation is Rio Vista Consulting Group, Inc. (hereinafter referred to as "Corporation").

### ARTICLE II-PURPOSE OF THE CORPORATION

The Corporation shall engage in any activity or business permitted under the laws of the United States of America and the State of Florida.

### ARTICLE III-PRINCIPAL OFFICE

The address of the principal office of this Corporation is 1617 SE 11TH STREET, FORT LAUDERDALE, FLORIDA, and the mailing address is the same.

### ARTICLE IV-INCORPORATOR

The name and street address of the incorporator of this Corporation is:

JENNIFER LEIGH FIELDS  
1617 SE 11TH STREET  
FORT LAUDERDALE, FLORIDA 33316

### ARTICLE V-OFFICERS

The officers of the Corporation shall be:

JENNIFER LEIGH FIELDS, PRESIDENT

### ARTICLE VI-DIRECTOR(S)

The Director(s) of the Corporation shall be:

JENNIFER LEIGH FIELDS

### ARTICLE VII-CORPORATE CAPITALIZATION

The maximum number of shares that this Corporation is authorized to have outstanding at any

time is **ONE HUNDRED (100)** shares of common stock, each share having the par value of **ONE DOLLAR (\$1.00)**.

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.

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, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such restriction or limitations, if any, as may be set forth in the bylaws of the Corporation.

The Board of Director(s) of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any un-issued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

#### **ARTICLE VIII-POWERS OF THE CORPORATION**

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 these Articles of Incorporation.

#### **ARTICLE IX-TERM OF EXISTENCE**

This Corporation shall have perpetual existence.

#### **ARTICLE X-REGISTERED OWNER(S)**

The Corporation, to the extent permitted by law, shall be entitled 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 or other 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 REGISTERED AGENT**

The initial addresses for the registered office of this Corporation is RICHARD S. PODHURST, P.A., CPA, 4770 BISCAYNE BLVD., SUITE 910, MIAMI, FLORIDA 33137. The name and address of the registered agent of this Corporation is RICHARD S. PODHURST, 4770 BISCAYNE BLVD., SUITE 910, MIAMI, FLORIDA 33137, doing business as RICHARD S.

PODHURST, P.A., CPA.

**ARTICLE XII-BYLAWS**

The Board of Directors(s) of the Corporation shall have 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 Director(s) at the time of such action shall be necessary to take any action for the making , alteration, amendment or repeal of the Bylaws.

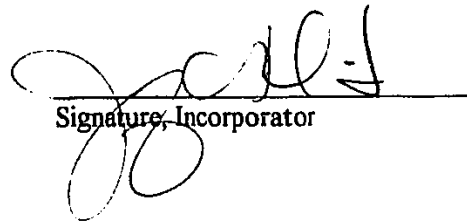
**ARTICLE XIII-EFFECTIVE DATE**

These Articles of Incorporation shall be effective immediately upon approval of the Florida Secretary of State, Division of Corporations.

**ARTICLE XIV-AMENDMENT**

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

**IN WITNESS HEREOF**, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this Sunday, May 25, 1997.

  
Signature, Incorporator

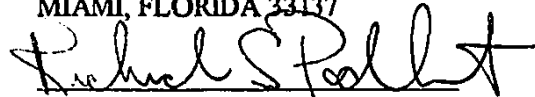
**ACCEPTANCE OF REGISTERED AGENT DESIGNATED**  
**IN ARTICLES OF INCORPORATION**

FILED

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RICHARD S. PODHURST, 4770 BISCAYNE BLVD., SUITE 910, MIAMI, FLORIDA 33137, doing business as RICHARD S. PODHURST, P.A., CPA, having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes (1995), and as subsequently may be amended or modified.

RICHARD S. PODHURST  
4770 BISCAYNE BLVD., SUITE 910  
MIAMI, FLORIDA 33137

  
Signature, Registered Agent.