

Charter Number Only

7000080944

SERGIO R. Penton

Requestor's Name

3191 Coral way #200

Address

miami FL 33133

City

State

ZIP

Phone

448-1362 A

ALLOCATION ONLY

700002296677--7

-09/18/97--01047--006

\*\*\*\*122.50 \*\*\*\*122.50

CORPORATION(S) NAME

Northern Services Investment, Corp.



Empire Toll Free: 1-800-432-3028

FILED  
97 SEP 18 AM 10: 94  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

RECEIVED

97 SEP 18 AM 10: 15

DIVISION OF CORPORATION

certified copy

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> NonProfit	<input type="checkbox"/> Foreign	<input type="checkbox"/> Mark
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Dissolution	<input type="checkbox"/> Change of Registered Agent
<input type="checkbox"/> Reservation	<input type="checkbox"/> Photo Copies	<input type="checkbox"/> Certificate Under Seal
<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Call When Ready	<input type="checkbox"/> After 4:30
<input type="checkbox"/> Walk In	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> Mail Out
<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up	

Name	
Availability	
Document	
Examiner	
Updater	
Verifier	
Acknowledgment	
W.P. Verifier	

ARTICLE OF INCORPORATION  
OF  
NORTHERN SERVICES & INVESTMENT, CORP.

FILED  
97 SEP 18 AM 10:54  
SECRETARY OF STATE  
TALLAHASSEE FL 32399

WE, THE UNDERSIGNED, HEREBY ASSOCIATED TOGETHER FOR THE  
PURPOSE OF BECOMING A CORPORATION UNDER THE LAWS OF FLORIDA, BY  
AND UNDER THE PROVISIONS OF THE STATUS OF THE STATE OF FLORIDA,  
PROVIDING FOR FORMATION, LIABILITIES, RIGHTS, PRIVILEGES AND  
IMMUNITIES OF CORPORATION FOR PROFIT.

ARTICLE I

THE NAME OF THE CORPORATION SHALL BE NORTHERN SERVICES &  
INVESTMENT, CORP. ITS BUSINESS SHALL BE CARRIED AT MIAMI, FLORIDA,  
AND AT SUCH OTHER POINTS OR PLACES IN THE STATE OF FLORIDA AND IN  
THE UNITED STATES AND FOREIGN COUNTRIES AS MAY, FROM TIME TO TIME,  
BE AUTHORIZED BY THE BOARD OF DIRECTORS. ITS PRINCIPAL OFFICE  
SHALL BE AT 3191 CORAL WAY SUITE # 200 MIAMI, FLORIDA 33145.

ARTICLE II

THE GENERAL NATURE OF THE BUSINESS OR BUSINESSES TO BE  
TRANSACTIONED IS AS FOLLOWS:

SECTION I: THAT OF INVESTMENTS & EXPORTING SERVICES.

SECTION II: THAT OF PURCHASING, LEASING, RENTING, SELLING HOLDING AND OTHERWISE ACQUIRING AND DISPOSING OF REAL ESTATE AND PERSONAL PROPERTY, BOTH TANGIBLE AND INTANGIBLE, AND CHOOSES IN ACTION EITHER AS OWNER, BROKER AGENT OR FACTOR.

SECTION III: IN THE PURCHASE OR ACQUISITION OF PROPERTY, BUSINESS RIGHTS OR FRANCHISES, OR FOR ADDITIONAL WORKING CAPITAL OR FOR ANY OTHER OBJECT IN OR ABOUT ITS BUSINESS OF AFFAIRS, AND WITHOUT LIMIT AS TO AMOUNT, TO INCUR DEBTS, AND TO RAISE, BORROW AND SECURE THE PAYMENT OF MONEY IN ANY LAWFUL MANNER, INCLUDING THE ISSUE AND SALE OR OTHER DISPOSITION OF BONDS, WARRANTS, DEBENTURES, OBLIGATIONS, NEGOTIABLE AND TRANSFERABLE INSTRUMENTS AND EVIDENCE OF INDEBTEDNESS OF ALL KINDS, WHETHER SECURED BY MORTGAGE, PLEDGE, DEED OF TRUST, OR OTHERWISE.

SECTION IV: THIS CORPORATION SHALL HAVE ALL THE GENERAL POWERS, TOGETHER WITH ALL THE ADDITIONAL AND SPECIFIC POWERS GRANTED BY THE LAWS OF THE STATE OF FLORIDA, AS WELL AS ALL IMPLIED POWERS IN CARRYING OUT THE FOREGOING EXPRESSED POWERS.

SECTION V: THE FOREGOING CLAUSES SHALL BE CONSTRUED BOTH AS OBJECTS AND POWERS, BUT NO RECITATION, EXPRESSION OR DECLARATION OR SPECIFIC OR SPECIAL POWERS OR PURPOSES HEREIN ENUMERATED SHALL BE DEEMED TO BE EXCLUSIVE, BUT IT IS HEREBY EXPRESSLY DECLARED THAT ALL OTHERS LAWFUL POWERS PERMITTED TO CORPORATIONS FOR PROFIT ARE HEREBY INCLUDED.

ARTICLE III

THE MAXIMUM NUMBER OF SHARES OF STOCK THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY TIME SHALL BE 500 SHARES OF \$1.00 PAR VALUE.

ARTICLE IV

THIS CORPORATION SHALL BEGIN BUSINESS WITH A CAPITAL OF NOT LESS THAN (\$ 500.00) FIVE HUNDRED DOLLARS.

ARTICLE V

THIS CORPORATION SHALL EXIST PERPETUALLY

ARTICLE VI

THE PRINCIPAL PLACE OF BUSINESS OF THIS CORPORATION SHALL BE LOCATED IN MIAMI, FLORIDA, AND IT MAY HAVE SUCH OTHER PLACES OF BUSINESS, BOTH WITHIN AND OUTSIDE THE STATE OF FLORIDA AND IN FOREIGN COUNTRIES, AS MAY BE NECESSARY OR CONVENIENT.

ARTICLE VII

THE BUSINESS OF THIS CORPORATION SHALL BE CONDUCTED BY A BOARD OF DIRECTORS OF NOT LESS THAN ONE (1) DIRECTOR, THE EXACT NUMBER OF DIRECTORS TO BE FIXED BY THE BY-LAWS OF THIS CORPORATION.

ARTICLE VIII

THE NAME AND ADDRESS OF THE FIRST BOARD OF DIRECTORS OF THIS CORPORATION, WHO SHALL HOLD OFFICE UNTIL ORGANIZATION MEETING OF THIS CORPORATION, AND UNTIL THEIR SUCCESSORS ARE ELECTED AND HAVE QUALIFIED IS RAUL MISCHER 1111 CRANDON BLVD. # E104 MIAMI, FLORIDA 33149, AND MARINA YANEZ 1111 CRANDON BLVD. # E104 MIAMI, FLORIDA 33149

THE OFFICES TO BE HELD BY THE ABOVE NAMED DIRECTOR IS AS FOLLOWS:

RAUL MISCHER- PRESIDENT

MARINA YANEZ - SECRETARY

ARTICLE IX

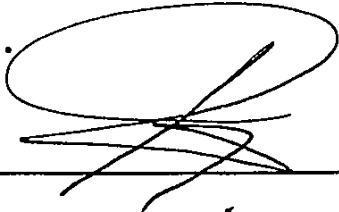
THE NAME AND ADDRESS OF EACH SUBSCRIBER OF THESE ARTICLES OF INCORPORATION, AND A STATEMENT OF THE NUMBER OF SHARES OF STOCK WHICH EACH AGREES TO TAKE IS AS FOLLOWS:

<u>NAME</u>	<u>ADDRESS</u>	<u>NO.SHARES</u>	<u>VALUE</u>
RAUL MISCHER	1111 CRANDON BLVD.# E104 MIAMI, FL. 33149	500	500

ARTICLE X

THE PROVISION OF THIS CHARTER, AND EACH AND EVERY ARTICLE AND SECTION HEREOF, AND THE BY-LAWS OF THIS CORPORATION SHALL BE CONSIDERED A PART OF EVERY CONTRACT AND TRANSACTION TO WHICH THIS CORPORATION SHALL BE A PARTY. EVERY PERSON, ASSOCIATION AND/OR CORPORATION DEALING WITH THIS CORPORATION IN HEREBY CHARGED WITH NOTICE AND KNOWLEDGE OF THIS CORPORATION.

IN WITNESS WHEREOF, WE HAVE HEREUNTO SET OUR HANDS AND SEALS  
THIS 17 DAY OF September A.D. 1997.

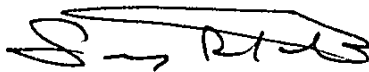
  
\_\_\_\_\_(SEAL)

STATE OF FLORIDA

COUNTY OF DADE

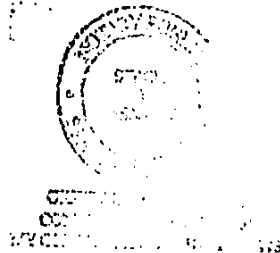
BEFORE ME, THE UNDERSIGNED AUTHORITY, PERSONALLY APPEARED  
RAUL MISCHER, WHO IS PERSONALLY KNOWN TO ME, WHO EXECUTED AND  
SUBSCRIBED TO THE FOREGOING ARTICLES OF INCORPORATION AND HE  
ACKNOWLEDGE, BEFORE ME, THAT HE EXECUTED THE SAME AND SUBSCRIBED  
TO THE SAME FOR THE PURPOSES THEREIN EXPRESSED.

WITNESS MY HAND AND OFFICIAL SEAL AT MIAMI, FLORIDA SAID STATE  
AND COUNTY, THIS 17<sup>th</sup> DAY OF September 1997.



NOTARY PUBLIC, STATE OF FLORIDA

MY COMMISSION EXPIRES:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED.

IN PURSUANCE OF CHAPTER 48.091, FLORIDA STATUTES, THE  
FOLLOWING IS SUBMITTED, IN COMPLIANCE WITH SAID ACT:

FIRST THAT NORTHERN SERVICES & INVESTMENT, CORP., DESIRING TO  
ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL  
OFFICE, AS INDICATED IN THE ARTICLES OF INCORPORATION AT CITY OF  
MIAMI, COUNTY OF DADE, STATE OF FLORIDA.

HAS NAMED SERGIO R. PENTON, PA. LOCATED AT 3191 CORAL WAY SUITE #  
200, CITY OF MIAMI, STATE OF FLORIDA 33145, AS ITS AGENT TO ACCEPT  
SERVICE OF PROCESS WITHIN THIS STATE.

ACKNOWLEDGEMENT:

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE  
STATE CORPORATION, AT PLACE DESIGNATED IN THIS CERTIFICATE. I  
HEREBY ACCEPT TO ACT IN THIS CAPACITY, AND AGREE TO COMPLY WITH  
THE PROVISION OF SAID ACT RELATIVE TO KEEPING OPEN SAID OFFICE.

BY 

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97 SEP 18 AM 10:54  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA