

P97000107199

Requestor Name  
Wilfredo, Carvino, Jr  
Address  
13323 S.W. 27th Street  
City/State/Zip Phone #  
Miami, FL 33175

Office Use Only

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

1. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
2. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
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97 DEC 17 PM 4:10  
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TALLAHASSEE, FLORIDA

- ☐ 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

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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

Handwritten signature and date 12/22/97

Examiner's Initials



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

December 10, 1997

WILFREDO CALVINO, JR.  
13323 S.W. 27TH STREET  
MIAMI, FL 33175

SUBJECT: FOWARD VENTURES, INC.  
Ref. Number: W97000027604

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

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

Please return the original and one copy of 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 (850) 487-6933.

Dana Calloway  
Document Specialist

Letter Number: 097A00058238

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**

**OF**

**FORWARD VENTURES, INC.**

*The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the Laws of the State of Florida.*

**ARTICLE I. - NAME**

*The name and address of the corporation is:*

**FORWARD VENTURES, INC.**

**8220 W. Flagler Street, Miami, FL 33144**

**ARTICLE II. - NATURE OF BUSINESS**

*The general nature of the business to be transacted by this corporation shall be:*  
**GENERAL SALE SERVICES.**

*a.) The corporation hereby formed shall have power to purchase, lease or otherwise acquire by bequest, devise, gift, or other means, and to hold, own, manage, or develop, and to mortgage, hypothecate, deed in trust, sell, convey, exchange, option, subdivide, or otherwise dispose of real and personal property of every class and description and any estate or interest therein, as may be necessary or convenient for the proper conduct of the affairs of the corporation, without limitation as to amount or value, in any and all foreign countries, subject to the laws of any such states, districts, territories, or countries.*

*b.) To manufacture, purchase or otherwise acquire, and to own, mortgage, pledge, sell assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property, and services of every class, kind and description.*

*c.) To conduct business in, have one or more offices in, and buy, hold mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trade marks, and licenses in the State of Florida, and in all other states, districts, territories, countries or colonies.*

d.) To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidence of indebtedness, and execute such mortgages, transfer of corporate property or other instruments to secure the payment of corporate indebtedness as required.

e.) To purchase the corporate assets of any other corporation and engage in the same or other character of business.

f.) To acquire by purchase, description or otherwise, and to receive, hold, own, guarantee, sell, assign, exchange, underwrite, transfer mortgage, pledge or otherwise dispose of or deal in and with any of the shares of the capital stock, or any voting trust certificates in respect of the shares of capital stock, script, warrants, rights, bonds, debentures, notes, trust receipts, and other securities, obligations, choses in action and evidence of indebtedness or interest issued or created by any corporation, joint stock companies, syndicates, associations, firms, trusts, or persons, public or private, or by the government of the United States of America, or by any foreign government, or by any state, territory, province, municipality or other political subdivision or by any governmental agency, and as owner thereof to possess and exercise all the rights, powers and privileges of ownership, including the right to execute consents and vote thereon, and to do any and all acts and things necessary or advisable for the preservation, protection, improvement and enhancement in value thereof.

g.) In general, to carry on any other business in connection with the foregoing, and to have and exercise all the powers conferred by the laws of Florida upon corporations formed under its laws, and to do any or all things hereinbefore set forth to the same extent as natural persons might or could do.

### **ARTICLE III. - CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is:

————ONE HUNDRED AND NO/100 DOLLARS————(\$100.00), \$1.00 PAR VALUE.

All the aforementioned stock is to be issued as fully paid for and exempt from assessment.

The capital stock may be paid for in money, property, labor or services, at a just valuation to be fixed by the incorporators or by the directors at a meeting called for such purpose.

### **ARTICLE IV. - TERM OF EXISTENCE**

This corporation begins its existence and starts its operation immediately. The corporation is to exist perpetually.

### **ARTICLE V. REGISTERED OFFICE AND REGISTERED AGENT**

The Address of the initial registered office of the corporation in the State of Florida, is: 8220 W. Flagler Street, Miami, FL 33144 and the name of the initial registered agent of this corporation at that address is: **FRANK SAN ROMAN**

#### **ARTICLE VI. RESIDENT AGENT**

The name and address of the residence agent to accept service of process within the State of Florida is: **FRANK SAN ROMAN, 8250 W. Flagler Street, Suite 114, Miami, Florida 33144.**

The Board of Directors may from time to time move the principal office to any other address in Florida.

#### **ARTICLE VII. DIRECTORS**

This corporation shall have   2   directors initially. The number of directors may be increased or decreased from time to time in such manner as may be prescribed by the By-Laws.

The corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a director or officer of the corporation, and any person who serves at the request of this corporation, as a director or officer of any other corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his having heretofore or hereafter being a director or officer of the corporation, or by reason of any action alleged to have been heretofore or hereafter taken or omitted by him as such director or officer, and shall reimburse each such person for all legal and other expenses reasonably incurred by him in connection with any such claim or liability provided that no person shall be indemnified against, or be reimbursed for, any expenses incurred in connection with any claim or liability as to which it shall be adjudged that such officer or director is liable for negligence or willful misconduct in the performance of his duties.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled nor shall anything herein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case even though not specifically herein provided for.

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of the corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the corporation, provided that the fact that he or such firm

so interested shall be disclosed or shall have been known to the Board of Directors or such members thereof as shall be present at any meeting of the Board at which action upon any contract or transaction shall be taken; and any director of the corporation who is also a director or officer of such corporation or is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with the like force and effect as if he were not such director or officer of such corporation or not so interested.

#### **ARTICLE VIII. - INITIAL DIRECTORS**

The names and post office addresses of the members of the first Board of Directors are:

<b><u>Name:</u></b>	<b><u>Address:</u></b>
<b>WILFREDO CALVINO, JR.</b>	<b>13323 S.W. 27 Street, Miami, FL 33175</b>
<b>FRANK SAN ROMAN</b>	<b>8250 W. Flagler Street, Suite 114, Miami, FL 33144</b>

#### **ARTICLE IX. - SUBSCRIBERS**

The name and post office address of each subscriber of these Articles of Incorporation is:

<b><u>Name:</u></b>	<b><u>Address:</u></b>
<b>WILFREDO CALVINO, JR.</b>	<b>13323 S.W. 27 Street, Miami, FL 33175</b>
<b>FRANK SAN ROMAN</b>	<b>8250 W. Flagler Street, Suite 114, Miami, FL 33144</b>

#### **ARTICLE X. - OFFICERS**

The names and post office addresses of the initial officers of the corporation are as follows:

<b><u>Name:</u></b>	<b><u>Title:</u></b>
<b>FRANK SAN ROMAN</b>	<b>PRESIDENT/DIRECTOR</b>
<b>WILFREDO CALVINO, JR.</b>	<b>SECRETARY/TREASURER/DIRECTOR</b>

#### **ARTICLE XI. - DUTIES OF THE SECRETARY**

The only duties of the Secretary of this corporation, shall be to certify the quorum at any meeting of the Board of Directors and/or Stockholders; to certify the adoption of any

Resolution and to sign any Certificates with reference to said Resolutions; to attest to the signature of the President or Vice-President when necessary, and to sign any document required by law to be signed by a Secretary of a corporation.

This clause shall prevail notwithstanding anything to the contrary which may be contained in the By-Laws or Regulations of the corporation.

**ARTICLE XII. - PREEMPTIVE RIGHTS**

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

**ARTICLE XIII. - AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved at a Stockholders' Meeting by a majority of the stock entitled to vote thereon.

IN WITNESS WHEREOF, the parties to these Articles of Incorporation have hereunto set their hands and seals this 4 day of Dec., 1997.

  
FRANK SAN ROMAN

**ACCEPTANCE BY REGISTERED AGENT**

I HEREBY AM FAMILIAR WITH AND ACCEPT THE DUTIES AND RESPONSIBILITIES AS REGISTERED AGENT FOR SAID CORPORATION.

  
FRANK SAN ROMAN

97 DEC 17 PM 1:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

STATE OF FLORIDA       )  
                                  ) SS:  
COUNTY OF DADE       )

THE FOREGOING INSTRUMENT was acknowledged before me this 4 day  
of December, 1997, by FRANK SAN ROMAN. He is personally known to  
me and did take an oath.

My Commission Expires:

  
ENI F. CALVINO  
NOTARY PUBLIC.

