

Charter Number Only

**P98000014982**

**Richard Danson**

Requestor's Name  
**2800 Biscayne Blvd. #900**

Address  
**Miami FL 33137**

City State ZIP Phone  
**573-7444**

IDENTIFICATION ONLY

7000002367947--8

-12/10/97-01033-003

\*\*\*\*70.00 \*\*\*\*70.00

CORPORATION(S) NAME

**Consultants - On-call, Inc.**

FILED  
98 FEB 16 AM 10:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



Empire Toll Free: 1-800-432-3028

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|--|--|---|
| <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"/> Reservation     | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Certified Copy      | <input type="checkbox"/> Photo Copies    | <input type="checkbox"/> Certificate Under Seal     |
| <input type="checkbox"/> Call When Ready     | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30                 |
| <input checked="" type="checkbox"/> Walk In  | <input type="checkbox"/> Will Wait       | <input checked="" type="checkbox"/> Pick Up         |
|  |  | <input type="checkbox"/> Mail Out                   |

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

**W92-27574**  
**K. Rolfe**

DEC 1 0 1997

RECEIVED  
97 DEC 10 AM 10:25  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

December 10, 1997

EMPIRE

TALLAHASSEE, FL

SUBJECT: CONSULTANTS-ON-CALL, INC.  
Ref. Number: W97000027574

We have received your document for CONSULTANTS-ON-CALL, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(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 a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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) 487-6932.

Kimberly Rolfe  
Document Specialist

Letter Number: 197A00058186

RECEIVED  
98 FEB -9 AM 10:12  
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

February 9, 1998

EMPIRE

TALLAHASSEE, FL

SUBJECT: EXCEL ENGINEERING CONSULTANTS, INC.  
Ref. Number: W98000002829

We have received your document for EXCEL ENGINEERING CONSULTANTS, INC.. However, the document has not been filed and is being returned for the following:

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 a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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) 487-6934.

Loria Poole  
Corporate Specialist

Letter Number: 098A00007242

RECEIVED  
98 FEB 16 AM 10:19  
DIVISION OF CORPORATION

**ARTICLES OF INCORPORATION  
OF  
EXCEL CONSULTING ENGINEERS, INC.**

**FILED**  
98 FEB 16 AM 10:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I  
NAME**

The name of the corporation shall be ~~EXCEL~~ CONSULTING ENGINEERS, INC.

**ARTICLE II  
NATURE OF BUSINESS**

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

**ARTICLE III  
CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having a par value of \$1.00 per share.

**ARTICLE IV  
ADDRESS**

The street address of the initial registered office of the corporation shall be 8731 SW 14th Street, Pembroke Pines, FL 33025 and the name of the initial Registered Agent for the corporation at that address is Benson Somuah.

**ARTICLE V  
SPECIAL PROVISIONS**

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

## **ARTICLE VI TERM OF EXISTENCE**

This corporation shall exist perpetually.

## **ARTICLE VII LIMITATION OF LIABILITY**

Each director, stockholder and officer, in consideration for his services, shall in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

## **ARTICLE VIII SELF DEALING**

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or persons's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

This corporation shall have a minimum of one director. The initial Board of Directors shall consist of:

Benson Somuah

8731 SW 14th Street  
Pembroke Pines, FL. 33025

Kwasi Badu-Tweneboah, Ph.D.

1599 Bay Ridge Place  
Wellington, Fl. 33414

**DESIGNATION OF AND ACCEPTANCE  
BY REGISTERED AGENT**

The following is submitted in compliance with the laws of the State of Florida. Excel Engineering Consultants, Inc., a corporation organized under the laws of the State of Florida, with its principal office located at 8731 SW 14th Street, Pembroke Pines, FL 33025, has named Benson Somuah whose address is 8731 SW 14th Street, Pembroke Pines, FL 33025, as its Agent to accept service of process within this State.

**ACCEPTANCE:**

I agree as Registered Agent to accept service of process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in the office as required by law.

Registered Agent:

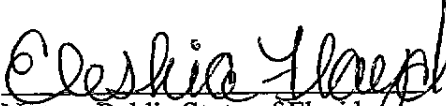
  
BENSON SOMUAH

STATE OF FLORIDA

COUNTY OF BROWARD

**BEFORE ME**, the undersigned authority, this day personally appeared Benson Somuah who, after being duly sworn, deposes and says that the facts and matters contained above are true and correct, and that he has executed the same for the purposes expressed herein.

WITNESS my hand and official seal this 5<sup>th</sup> day of February, 1998.

  
Notary Public State of Florida

(SEAL)



ELESHIA Y. FLOYD  
COMMISSION # CC 660911  
EXPIRES JUL 1, 2001  
BONDED THRU  
ATLANTIC BONDING CO., INC.

My Commission Expires: \_\_\_\_\_

**ARTICLE IX  
INCORPORATOR**

The name and address of the incorporator is: Benson Somuah

Address: 8731 SW 14th Street  
Pembroke Pines, FL. 33025


IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this  
\_\_\_\_\_ day of \_\_\_\_\_, 1998.

Incorporator:

  
BENSON SOMUAH

STATE OF FLORIDA  
COUNTY OF BROWARD

The foregoing instrument was executed and acknowledged before me this 5<sup>th</sup> day of  
February, 1998, by BENSON SOMUAH

  
Notary Public State of Florida  
FILED  
98 FEB 16 AM 10:59  
CLERK OF STATE  
TREASURY  
FLORIDA



(SEAL)

My Commission Expires: \_\_\_\_\_