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PHILLIPS LEVY & RIND, P.A.  
ATTORNEYS AT LAW

3001 PONCE DE LEON BLVD.  
SUITE 214  
CORAL GABLES, FLORIDA 33134

(305) 446-8800  
FAX: (305) 446-3396

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAY 11 PM 3:53

OF COUNSEL:  
JOSEPH H. KAPLAN  
MIERZWA & ASSOCIATES, P.A.

April 29, 1998

CERTIFIED MAIL  
RETURN RECEIPT REQUESTED  
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-05/11/98-01134-015  
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Secretary of State  
Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Attention: New Filing Section


Re: SOLIDARITY CONSULTANTS, INC.

Dear Sir or Madam:

Enclosed is the original and one copy of the Articles of Incorporation and Certificate of Designation of Registered Agent for filing with the Secretary of State regarding the above referenced corporation. Also, enclosed is a check in the amount of \$131.25 representing the following fees: Filing, Certified Copy of the Articles, and the Certificate of Status. Please send me the Certified Copy of the Articles and the Certificate of Status in the enclosed pre-addressed stamped envelope. If you have any questions, please do not hesitate to contact our office.

Sincerely,

PHILLIPS LEVY & RIND, P.A.

  
Kathleen M. Phillips  
For the Firm

KMP/ys  
Enclosure  
Cc: Mr. Leon Fuller  
Mr. Sherman Henry



5-12  
WS

**ARTICLES OF INCORPORATION**  
**OF**  
**SOLIDARITY CONSULTANTS, INC.**

FILED STATE  
SECRETARY OF CORPORATIONS  
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The undersigned incorporator, for purposes of forming a Professional Service Corporation under Chapter 621 of the Florida Statutes, hereby adopt the following Articles of Incorporation:

**ARTICLE I - NAME**

The name of this corporation is:

**SOLIDARITY CONSULTANTS, INC.**

The address of the principal office of this corporation shall be 3064 N.W. 67 Street, Miami, Florida 33147.

**ARTICLE II - EXISTENCE**

This corporation shall exist perpetually unless dissolved according to Florida Law.

**ARTICLE III - NATURE OF BUSINESS**

This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of the United States, the State of Florida, or any other state country, territory or nation.

**ARTICLE IV - CAPITAL STOCK**

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

**ARTICLE V - INITIAL REGISTERED AGENT AND ADDRESS**

The initial registered agent of this corporation is KATHLEEN M. PHILLIPS and the street address of the initial registered office of the corporation shall be 3001 Ponce De Leon Boulevard, Suite 214, Coral Gables, Florida 33134.

#### **ARTICLE VI - BOARD OF DIRECTORS**

This corporation shall have three (3) directors initially. The number of directors may either be increased or diminished from time to time by the by-laws but shall never be less than one. The name and address of the initial directors of this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
SHERMAN HENRY PRESIDENT	3064 N.W. 67 Street Miami, Florida 33147
LEON FULLER VICE PRESIDENT	Post Office Box 681416 Miami, Florida 33168
ANTONIO NAPIER SECRETARY-TREASURER	3064 N.W. 67 Street Miami, Florida 33147

#### **ARTICLE VII - INCORPORATOR**

The name and address of the incorporator to these Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
SHERMAN HENRY	3064 N.W. 67 Street Miami, Florida 33147

#### **ARTICLE III - INDEMNIFICATION**

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

#### **ARTICLE IX - SMALL BUSINESS CORPORATION DESIGNATION**

The corporation shall be a "small business corporation" as defined in IRA Section 1244 (c).

Prepared by:  
Kathleen M. Phillips, Esquire  
Florida Bar No: 287873  
3001 Ponce DeLeon Boulevard, Suite 214  
Coral Gables, Florida 33134  
Telephone: (305) 446-8800  
Facsimile: (305) 446-3396

**ARTICLE X - RESERVATION OF RIGHTS**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 28<sup>th</sup> day of April, 1998.

SOLIDARITY CONSULTANTS, INC.

By:

Sherman Henry  
SHERMAN HENRY

STATE OF FLORIDA)

) SS

COUNTY OF DADE )

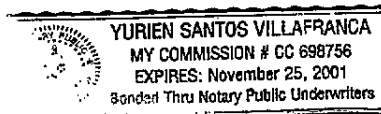
The foregoing Articles of Incorporation were acknowledged before me this 28<sup>th</sup> day of April, 1998, by SHERMAN HENRY, Subscriber, who is personally known to me and who did not take an oath.

NOTARY PUBLIC  
STATE OF FLORIDA AT LARGE

(signed) Yurien Santos Villafraña

(print) Yurien Santos Villafraña

My commission expires:



Prepared by:  
Kathleen M. Phillips, Esquire  
Florida Bar No: 287873  
3001 Ponce DeLeon Boulevard, Suite 214  
Coral Gables, Florida 33134  
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Facsimile: (305) 446-3396

**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

Having been named as Registered Agent and to accept service of process for the above stated corporation, at the place designated in these Articles of Incorporation, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provision 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 under Section 607.0505, Florida Statutes.



KATHLEEN M. PHILLIPS  
Registered Agent

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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