

980008428

OFFICE USE ONLY (Document #)

LAZARUS CORPORATE FILING SERVICE, INC.

(Requestor's Name)

3320 S.W. 87th AVENUE

(Address)

MIAMI, FLORIDA (305)552-5973

(City, State, Zip) (Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

600002630096--6

-09/01/98--01041--027

****122.50 ****122.50

OFFICE USE ONLY

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

1. *TECHO-CONSULT OF FLORIDA, INC.*
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time *2:00*

☒ Certified Copy

☐ Mail out ☐ Will wait ☐ Photocopy

☐ Certificate of Status

RECEIVED
98 SEP -1 AM 11:18
SECRETARY OF STATE
TALLAHASSEE FLORIDA
DIVISION OF CORPORATION

| NEW FILINGS | |
|-------------------------------------|-------------------|
| <input checked="" 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 |

| 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 |

9/29
Transferred at Lazarus to correct Name.
9/29

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 4, 1998

LAZARUS

MIAMI, FL

SUBJECT: TECO-CONSULT OF FLORIDA, INC.
Ref. Number: W98000020303

We have received your document for TECO-CONSULT OF FLORIDA, INC.. However, the document has not been filed and is being returned for the following:

The name of the entity must be identical throughout the document.

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: 498A00045503

RECEIVED
98 SEP 29 PM 3:06
DIVISION OF CORPORATIONS

LAW OFFICES OF
ROBERT WAYNE
1225 SOUTHWEST 87th AVENUE
MIAMI, FLORIDA 33174
(305) 264-5397
FAX: (305) 264-3850

September 22, 1998

Florida department of State
Division of Corporations
P.O.Box 6327
Tallahassee, Florida 32314

Att: Ms. Loria Poole
Corporate Specialist

Re: Techno-Consult of Florida
Ref: No. W98000020303

Dear Ms. Poole:

Thank you for the opportunity to speak to you the other day regarding the above mentioned corporate application.

If you remember, I called you because of the rejection regarding the apparent similarity of another corporation "Techno Consulting Corp."

I attempted to visit the registered Miami office of this corporation, but was unable to find it. I am also aware that they are delinquent in filing their annual report.

I did call, although I admit, a telephone approval is not sufficient, to check the availability of the name that I had submitted prior to submission, as well as check your website on the internet.

In any case, our company, is a sister company of a Missouri Corporation called Techno Consult, Inc. I am enclosing a copy of proof of registration in the State of Missouri. In fact, I was aware that the fact same name was registered as a corporation previously, but later administratively dissolved.

I therefore added the words "of Florida" just to be on the safe side even though that corporation had been dissolved years ago.

Since we are not in the "technology" business, but rather buy real estate, and since we have outstanding contracts out under the name Techno-Consult of Florida, it is very important to us to be able to use this name.

I am aware of the existence (or supposed) existence of Techo Consulting Corp. but however respectfully request that the submitted name of Techo Consult of Florida, Inc. be granted to us.

Respectfully submitted,



ROBERT WAYNE

STATE OF MISSOURI



Rebecca McDowell Cook
Secretary of State

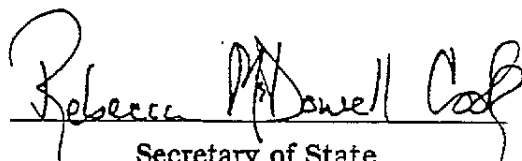
CORPORATION DIVISION
CERTIFICATE OF INCORPORATION

WHEREAS, DUPLICATE ORIGINALS OF ARTICLES OF INCORPORATION OF
TECHNO-CONSULT, INC.

HAVE BEEN RECEIVED AND FILED IN THE OFFICE OF THE SECRETARY OF
STATE, WHICH ARTICLES, IN ALL RESPECTS, COMPLY WITH THE
REQUIREMENTS OF GENERAL AND BUSINESS CORPORATION LAW;

NOW, THEREFORE, I, REBECCA MCDOWELL COOK, SECRETARY OF STATE
OF THE STATE OF MISSOURI, BY VIRTUE OF THE AUTHORITY VESTED IN
ME BY LAW, DO HEREBY CERTIFY AND DECLARE THIS ENTITY A BODY
CORPORATE, DULY ORGANIZED THIS DATE AND THAT IT IS ENTITLED TO
ALL RIGHTS AND PRIVILEGES GRANTED CORPORATIONS ORGANIZED UNDER
THE GENERAL AND BUSINESS CORPORATION LAW.

IN TESTIMONY WHEREOF, I HAVE SET MY
HAND AND IMPRINTED THE GREAT SEAL OF
THE STATE OF MISSOURI, ON THIS, THE
27TH DAY OF MAY, 1998.


Secretary of State

\$58.00



CERTIFICATE OF INCORPORATION

OF

TECHNO CONSULT OF FLORIDA, INC.

98 SEP 29 PM 3:29
SECRETARY OF STATE
TALLAHASSEE FLORIDA

I, the undersigned hereby associate for the purpose of becoming a Corporation under the laws of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I

The name of the Corporation shall be: TECHNO CONSULT OF FLORIDA, INC.

ARTICLE II

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

ARTICLE III

The maximum number of shares of stock with a One Dollar, (\$1.00) par value that is authorized to have outstanding at any one time is Five Hundred (500) shares.

ARTICLE IV

The amount of Capital with which this Corporation will begin business will not be less than Five Hundred Dollars (\$500.00).

ARTICLE V

The capital stock of this Corporation shall be issued pursuant to a plan under Section 1244, Internal Revenue Code of 1954, as added by the Small Business Tax Revision Act of 1958; all of the stocks and securities in lieu of cash or at a just valuation are to be determined by the Board of Directors of this Corporation.

ARTICLE VI

This Corporation is to have perpetual existence.

ARTICLE VII

The principal office of this Corporation shall be:

1225 S.W. 87th Ave.
Miami, Florida 33174

ARTICLE VIII

The number of members of the Board of Directors of this Corporation shall not be less than one person. The name and post office address of the first Board of Director, who, subject to the provisions of this Certificate of Incorporation, the By-Laws and Acts of Legislature, shall hold office for the first year of the Corporation's existence or until successors are elected and shall be duly qualified are:

| <u>Name</u> | <u>Address</u> |
|--------------|---|
| ROBERT WAYNE | 1225 S.W. 87 th Ave. Miami, Florida 33174 |

ARTICLE IX

The name and post office address of each subscriber to this Certificate of Incorporation is as follows:

| <u>Name</u> | <u>Address</u> |
|--------------|---|
| ROBERT WAYNE | 1225 S.W. 87 th Ave. Miami, Florida 33174 |

ARTICLE X

No shareholder of this Corporation may sell or transfer stock in this Corporation except to another individual who is eligible to be a shareholder in this Corporation, and such sale or transfer may be made only after the same shall have been approved at a shareholder's meeting, exclusive of the stock to be sold. The shares of stock held by the stockholder proposing to sell or transfer his shares may not be voted or counted for the purpose of said meeting.

ARTICLE XI

The Corporation shall have the further right and power to; from time to time determine whether and to what extent and at what time and places and under what conditions and regulations the accounting books of this Corporation (other than the stock books) or any of them, shall be open to the inspection of the stockholder, and no stockholder shall have the right of inspecting any account

book or document of this Corporation except as conferred by statute, unless authorized by resolution of the stockholders or the Board of Directors.

ARTICLE XII

The Corporation in its By-Laws, may confer powers upon its Board of Directors or Officers, in addition to the foregoing, and in addition to the powers authorized and expressly conferred by Statute.

Both Stockholders and Directors shall have the power, if the By-Laws so provide, to hold their respective meetings and to have one or more Officers within and without the State of Florida, and to keep the books of this Corporation (subject to the provisions of this statute) outside the State of Florida, at such places as may, from time to time, be designated by the Board of Directors.

The Corporation reserves the right to amend, alter, change or repeal any provisions contained in this Certificate of Incorporation in any manner now or hereafter prescribed by Statute, and all rights conferred upon the Stockholders herein, are granted subject to this reservation.

I, the undersigned, being the only original subscriber to the capital stock herein above named for the purpose of forming a corporation for profit to do business both within and without the State of Florida, do hereby make, subscribe, acknowledge and file this Certificate hereby declaring that the facts herein above stated are true and so respectively agree to abide by the Articles as herein stated.

SUBSCRIBED AT MIAMI, Dade County, Florida on this 31st day of AUGUST, 1998.

ROBERT WAYNE

STATE OF FLORIDA)

) SS

COUNTY OF DADE)

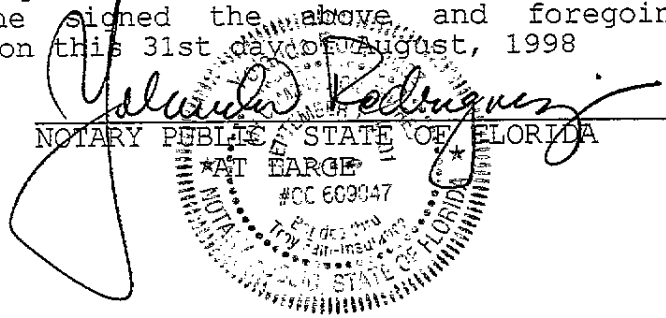
BEFORE ME, the undersigned authority personally appeared ROBERT WAYNE, who after being first duly sworn and under oath, deposes and states that he signed the above and foregoing Certificate of Incorporation on this 31st day of August, 1998

My Commission Expires:

NOTARY PUBLIC STATE OF FLORIDA

AT LARGE

#CC 609047



CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: ~~TECHNO~~ ^{TECHNO}CONSULT OF FLORIDA.
INC.

2. The name and address of the registered agent and office is:

ROBERT WAYNE
1225 S.W. 87th Ave.
MIAMI, FLORIDA 33172

ROBERT WAYNE

TITLE: President

Date: August 31, 1998

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS 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.

REGISTERED AGENT
ROBERT WAYNE

Date: August 31, 1998

SECRETARY OF STATE
TALLAHASSEE FLORIDA

98 SEP 29 PM 3:29

FILED