

TRANSMITTAL LETTER

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Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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11/23/98-01012-005
*****78.75 *****78.75

SUBJECT:

Portal Consulting of America, Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for:

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM:

Pablo Cerri

Name (Printed or typed)

1235 Alton Rd. Ste - C

Address

Miami Beach, FL 33139

City, State & Zip

(305) 674-1681

Daytime Telephone number

98 NOV 23 AM 8:11

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

NOTE: Please provide the original and one copy of the articles.

B. BROCK NOV 25 1998

CERTIFICATE OF INCORPORATION
OF
PORTAL CONSULTING OF AMERICA, INC.

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DIVISION OF CORPORATIONS

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 law of the State of Florida.

ARTICLE I. NAME

The name of this corporation is Portal Consulting of America, Inc.

ARTICLE II. NATURE OF THE BUSINESS.

The general nature of this business to be transacted by this corporation is any legal business in the State of Florida or in the United States.

To conduct business in , have one or more offices in and sell, import, export, buy, hold, mortgage, convey, lease, construction and building or otherwise dispose of real and personal property, including patents , franchises, copyrights, trademarks, and licenses, in the State of Florida, and in all other states and countries.

To conduct debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of property, or other instrument

to secure the payment to corporate in debtment as required.
To purchase the corporate assets of any other corporation and engage in the same or other character of business.
To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of shares or the capital stock of, or any bonds, securities, or other evidences or indebted created by any other corporation of the State of Florida or any other state or government, and while owner of such stock, to exercise all the rights, powers and privileges of ownership, including the rights to vote such stock.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock this corporation is authorized to have outstanding at any time is 100 (One Hundred) shares of common stock having a nominal of \$100.00 Par/ value.

ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this corporation will begin business and deposit into a bank account is \$ 1,000.00 (One Thousand 0/100).

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. ADDRESS

The initial post office address of this corporation in the State of Florida is: 1235 Alton Road, Suite C, Miami Beach, Fl. 33139. The board of directors may from time to time move the principal office to any other office in Florida.

ARTICLE VII. DIRECTORS

The corporation shall have one director initially. The number of directors may be increased or diminished from time to time, by by-laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VIII. SUBSCRIBERS & DIRECTORS

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

Pablo Cervi
1235 Alton Road, Suite C, Miami Beach, Fl 33139

President

Tania Cascais
1235 Alton Road, Suite C, Miami Beach, Fl. 33139

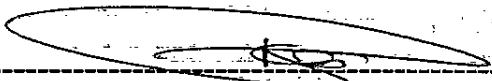
Secretary

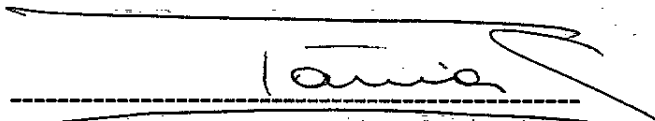
ARTICLE IX. REGISTERED OFFICE AND REGISTERED AGENT

The registered office shall be at 1235 Alton Road, Suite C , Miami Beach, Fl. 33139, and the registered agent being Pablo Cervi.

ARTICLE X. AMENDMENT

This Articles of Incorporation may be amended in the manner provided by laws. Every amendment shall be approved by the board of directors proposed by them to the stockholders, and approved at a stockholders meeting by a mayoralty of the stock entitled to vote thereon.



Pablo Cervi
President

Tania Cascais
Secretary

STATE OF FLORIDA

) SS

COUNTY OF DADE

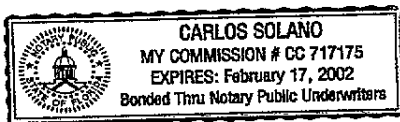
I HEREBY CERTIFY : That on this day, before me, a Notary Public the undersigned authority, duly authorize to administer oaths and take acknowledgments, personally appeared, Pablo Cervi and Tania Cascais of Portal Consulting of America, Inc. a Florida Corporation.

Who after being duly sworn, executed the foregoing Articles of Incorporation and acknowledge before me that the subscribers to those Articles on Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, said County and State, on this 16th day of the month of November, 1998.


NOTARY PUBLIC SEAL.

MY COMMISSION EXPIRES:



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE OR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON PROCESS MAY BE SERVED.**

In compliance with Section 607.34 Florida Statutes, the following is submitted, in compliance with said act:

FIRST: That, Portal Consulting of America, Inc. desiring to organize or qualify under the laws of the State of Florida with its principle office, as indicated in the articles of incorporation at city of Miami, county of Dade, and state of Florida has hereby named Pablo Cervi of 1235 Alton Road., Suite C, Miami Beach, Fl. 33139, as its agent to accept services of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate.

I hereby agree to act in this capacity, and I further agree to comply with the provision of said act relative to keeping open said office.



Pablo Cervi
Register Agent.

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FILED
SECRETARY OF STATE
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