

Charter Number Only

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Requester's Name Carlos A Lopez
Address 79 Brickell AVE #700
Miami, FL 33131
City State ZIP Phone 407A

VALIDATION ONLY

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CORPORATION(S) NAME

One Source Consulting Group

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DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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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"/> Dissolution | <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 checked="" 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 |

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Empire Toll Free: 1-800-432-3028

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12/15

ARTICLES OF INCORPORATION
OF
ONE SOURCE CONSULTING GROUP, INC.

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TALLAHASSEE FLORIDA

The undersigned, acting as incorporator of **ONE SOURCE CONSULTING GROUP, INC.**, under the Florida General Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I – NAME

The name of the corporation is:

ONE SOURCE CONSULTING GROUP, INC.

ARTICLE II – COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence on the date of filing of these Articles of Incorporation.

ARTICLE III – PURPOSE

This corporation is formed for the purpose of engaging in the business of business consulting including but not limited to, all businesses incidental thereto and may also engage in any other business and/or activity permitted under the laws of the United States of America and the State of Florida.

ARTICLE IV – AUTHORIZED SHARES

The minimum number of shares that the corporation is authorized to have outstanding at any time is 500 (Five Hundred) shares of common stock having a par value of \$1.00 (One US Dollar) per share. The consideration to be paid for each share shall be fixed by the Board of Directors and may be paid in whole or in part in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation, which a value, in the judgment of the Directors, equivalent to or greater than the full par value of the shares.

ARTICLE V – INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is:

**150 West Flagler Street
Pent House II
Miami FL 33130**

and the name of the corporation's initial registered agent at that address is:

Gerardo B. Fernandez

ARTICLE V.a - PHYSICAL LOCATION OF BUSINESS

**150 West Flagler Street
Pent House II
Miami FL 33130**

ARTICLE VI – INITIAL BOARD OF DIRECTORS

The corporation shall have one (1) director initially. The number of directors may be changed from time to time, as approved by the bylaws but shall never be less than one. The name and address of the initial director is:

**Gerardo B. Fernandez
7300 SW 84 Place
Miami FL 33143**

ARTICLE VII – INCORPORATOR

The name and address of the incorporator is:

**Gerardo B. Fernandez
7300 SW 84 Place
Miami FL 33143**

ARTICLE VIII – BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders, except that the Board of Directors may not amend or repeal any bylaws adopted by the shareholders if the shareholders specifically provide that the bylaws is not subject to amendment or repeal by the directors.

ARTICLE IX – SEC. 1244 STOCK

It is the intention and purpose of the subscribers of these Articles of Incorporation that the stock of this corporation be qualified and subscribed to and sold all in accordance with the provisions of Section 1244 of the Internal Revenue Code and it is contemplated that the stockholders and officers of this corporation shall adopt such resolutions as are appropriate in order to effectuate the treating of the stock of this corporation under Section 1244 of the Internal Revenue Code.

ARTICLE X – AMENDMENTS

The corporation reserves the right to amend, alter, change or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation. The Articles of Incorporation may be amended prior to the issuance of the shares of the corporation by the unanimous approval or consent of the Board of Directors.


Thereafter, every amendment shall be approved by the Board of Directors, proposed by them to the shareholders and approved at a shareholders' meeting by the holders of the majority of the shares entitled to vote on the matter or in such other manner as may be provided by law.

IN WITNESS THEREOF, the undersigned, incorporator, has executed these Articles of Incorporation this 10th day of December of 1999.


Gerardo B. Fernandez

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for the ONE SOURCE CONSULTING GROUP, INC., in the foregoing Articles of Incorporation, I hereby agree to accept service of process for said corporation and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent.


Gerardo B. Fernandez

STATE OF FLORIDA)

S.S.

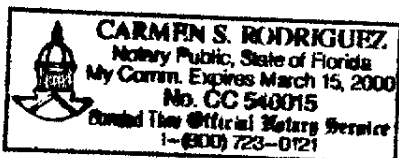
COUNTY OF MIAMI-DADE)

Before me, a duly authorized Notary Public in and for the State of Florida, appeared GERARDO B. FERNANDEZ, who after producing proper identification to be such person, under oath, executed this Acceptance of Appointment as Registered Agent of the ONE SOURCE CONSULTING GROUP, INC.

Signed and subscribed before me this 10th day of December of 1999.


NOTARY PUBLIC OF THE STATE
OF FLORIDA AT LARGE

My Comm exp:



This instrument prepared by:
Gerardo B. Fernandez
7300 S.W. 84th Place
Miami, FL 33143

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SECRETARY OF STATE
TALLAHASSEE FLORIDA