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| LAZARUS CORPORATE FIL              | ING SERVICE                |                       |
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| CORPORATION NAME(S) &              | DOCUMENT NUME              | ER(S) (if known):     |
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| NonProfit                          |                            | .A., Officer/Director |
| , Limited Liability                | Change of Registered Agent |                       |
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| Fictitious Name                    | Foreign                    |                       |
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|                                    | Trademark                  |                       |
|                                    | Other                      | Examiner's Initials   |

# **ARTICLES OF INCORPORATION**

B. GARMENDIA. INC

THE UNDERSIGNED, has executed the following document as incorporation of the above named corporation. A corporation organized under the laws of the State of Florida, and all the rights duties and obligation of the undersigned as incorporation, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

### **ARTICLE I**

The name of this corporation shall be: B. GARMENDIA, Inc.

### **ARTICLE II**

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

### **ARTICLE III**

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do.

- 1.- Transect any and all lawful business.
- 2.- Said corporation shall further have powers.

To have perpetual succession by its corporate name.

To sue and be sued, complain, and defend in its corporate name in all actions or proceedings.

To have a corporate seal, which may be altered, and to use the name by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced.

To purched, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated.

To sell, convey, mortgage, pledge, create a security interest in, leadse, exchange, transfer, and otherwise dispose of all or any partrof its property and assets.

To lend money to, and use its credit to assist, its officers and employee in acordance with Florida Statute S607.141.

To purchease, take, receive, subcribe for, or otherwise acquire, own, bold, vote, use employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United State or of any other government, state,

territory, governmental district, or municipality or of any instrumentality thereof.

To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations by mortgage or pledge of all or any of its property, franchises and income.

To lend money for its corporate purposes, invest and reinvest funds and take and hold real and personal property as security of the payment of funds so loaned or invested.

To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state.

To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.

To make and leter bylaws, not inconsistant with its articles of incorporation or with the laws of this state, for the administration.

To make donations for the public welfare or for charitable, scientific, or educational purposes.

To transact any lawful business wich the board of directors shall find will be in aid of governmental policy.

To pay pensions and establish pensions plans, profit sharing plans, stock bonus plans, and other incentive plans for any or all of its directors, officers, and employee and for any or all of the directors, officers and employee of its subsidiaries.

To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise.

### **ARTICLE IV**

The aggregate number of shares which this corporation shall have authority to issue is the total sum of 100 shares, having an individual per value of \$1.00 each. Unless otherwise state in these articles, or in an amendement to these articles, there shall be only one (1) class of stock of this corporation.

# **ARTICLE V**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in thids 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 hand accept the obligations of my position as Registered Agent.

April 12nd., 2004

The name and the street address of the initial registered agent office of this corporation shall be:

BermanddoGarmendia. 9310 W Flager St. #102, Miami FL 33174

## **ARTICLE VI**

The initial Board of Directors shall consist of a total of one persons and the name and address of the person (s) who is to serve as initial director is:

Bernando Garmendia. 9310 WFlager ,St.#102. Miami FL 33174 President.

### **ARTICLE VII**

The address of the principal office of this corporation is:

9310 W Flager St. #102, Miami FL 33174

### **ARTICLE VIII**

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

Bernardo Garmendia. 9310 W Flager St. #102, Miami FL 33174

IN WITNESS WHEREOF, the undersigned incorporator has(e) executed these Articles of Incorporation this d. 12nd day of April. 2004