

POS000093207

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H05000159199 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

05 JUN 29 AM 11:02

FILED

To: Division of Corporations
Fax Number : (850) 205-0381

From: Account Name : MICHAEL J. FREEMAN, P.A.
Account Number : 072720000142
Phone : (305) 442-1567
Fax Number : (305) 442-1227

FLORIDA PROFIT CORPORATION OR P.A.

Lailak, Inc.

Certificate of Status	1
Certified Copy	1
Page Count	06
Estimated Charge	\$87.50

Electronic Filing Menu

Corporate Filing

Public Access Help

Fax Audit # H05000159199 3

FILED

05 JUN 29 AM 11:02

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
LAILAK, INC.

ARTICLE I

The name of this corporation is: Lailak, Inc.

ARTICLE II

This corporation shall have perpetual existence.

ARTICLE III

The general nature of the business to be transacted by this corporation is for investment and development. This corporation shall have the powers as enumerated in Section §607.011 of the Florida Statutes, as they presently exist, together with any and all amendments to said Section.

ARTICLE IV

The principal place of business for this corporation is 10700 and 10722 (rear) N.W. 88th Place, Hialeah Gardens, Florida 33016.

ARTICLE V

The mailing address of this corporation is c/o Guggenheim Partners, 1111 Brickell Avenue, Suite 2802, Miami, Florida 33131.

ARTICLE VI

This corporation is authorized to issue 7,500 shares of \$1.00 par value common stock, which shall be designated as "Common Shares".

Fax Audit # H05000159199 3

Fax Audit # H05000159199 3

ARTICLE VII

The street address of the initial registered office of this corporation and the name of the initial registered agent of this corporation at that address is:

M.J.F. Registered Agent Corp.
153 Sevilla Avenue
Coral Gables, Florida 33134

ARTICLE VIII

The name and post office address of the directors of this corporation are:

Karin Meyerfreund
c/o Guggenheim Partners
1111 Brickell Avenue
Suite 2802
Miami, Florida 33131

Helmut Meyerfreund
c/o Guggenheim Partners
1111 Brickell Avenue
Suite 2802
Miami, Florida 33131

The name and post office address of the officers of this corporation are:

Karin Meyerfreund
President, Secretary and Treasurer
c/o Guggenheim Partners
1111 Brickell Avenue
Suite 2802
Miami, Florida 33131

Michael J. Freeman
Assistant Secretary
153 Sevilla Avenue
Coral Gables, FL 33134

Fax Audit # H05000159199 3

ARTICLE IX

The corporation shall have two (2) directors initially. The number of directors may be increased from time to time in accordance with the By-Laws of the corporation adopted by the stockholders, but there shall always be at least one (1) director. To the extent permitted by law, the corporation shall indemnify and hold harmless each person who shall serve as a director or officer of the corporation, and each person who serves at the request of the corporation as a director or officer of any other corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of her being a director or officer. The corporation shall reimburse such persons for all costs, legal and other expenses reasonably incurred by her in connection with any claims or liability as to which it shall be adjudged that such officer or director is liable to the extent permitted by law.

ARTICLE X

The name and address of the person signing these Articles is as follows:

Karin Meyerfreund
c/o Guggenheim Partners
1111 Brickell Avenue
Suite 2802
Miami, Florida 33131

ARTICLE XI

These Articles of Incorporation may be amended by manner provided by law.

Every amendment shall be approved by the directors, properly proposed by

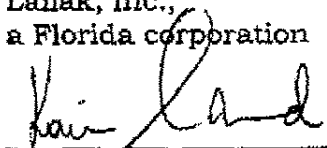
Fax Audit # H05000159199 3

them to the stockholders of the corporation, and approved by said stockholders at a meeting of the majority of said stockholders then entitled to vote thereon, unless all of the Board of Directors and all of the stockholders of the corporation sign a written statement manifesting their intention that a certain amendment to the Articles of Incorporation be made.

IN WITNESS WHEREOF, the party hereto has hereunto set her hand and seal at Coral Gables, Miami-Dade County, Florida this 28th day of June 2005.

Lailak, Inc.,
a Florida corporation

By:



Karin Meyerfreund
Incorporator

STATE OF FLORIDA)
COUNTY OF MIAMI-DADE)

BEFORE ME personally appeared Karin Meyerfreund with knowledge that she is the incorporator in the foregoing Articles of Incorporation and that she acknowledged before me that she executed the foregoing Articles of Incorporation.

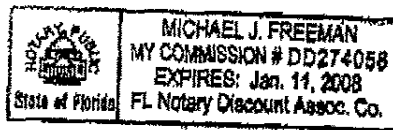
SWORN TO AND SUBSCRIBED before me this 28th day of June 2005.



Notary Public, State of Florida

Fax Audit # H05000159199 3


4



Fax Audit # H05000159199 3

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED IN COMPLIANCE WITH SECTION §48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED: THAT, LAILAK, INC. DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF CORAL GABLES, STATE OF FLORIDA, HAS NAMED M.J.F. REGISTERED AGENT CORP., LOCATED AT 153 SEVILLA AVENUE, CITY OF CORAL GABLES, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

Lailak, Inc.,
a Florida corporation

By: 
Karin Meyerfreund
Incorporator

ACCEPTANCE

HAVING BEEN NAMED TO ACCEPT SERVICE OR 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 PROVISIONS OF ALL STATUTES RELATIVE TO THE
Fax Audit # H05000159199 3

FILED

05 JUN 29 AM 11:02

Fax Audit # H05000159199 3

PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

M.J.F. REGISTERED AGENT CORP.



Michael J. Freeman, President

Date: June 28, 2005

Fax Audit # H05000159199 3