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# FLORIDA PROFIT/NON PROFIT CORPORATION MALO FORD, INC.

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# ARTICLES OF INCORPORATION OF

SECRETARY OF STATE TALLAHASSEE, FLORIDA

# MALO FORD, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

# ARTICLEI

#### NAME AND ADDRESS

The name of the corporation is MALO FORD, INC., and mailing address of this corporation shall be: 8232 Northwest 30th Terrace, Miami, Florida 33122.

# **ARTICLE II**

# DURATION AND BEGINNING OF CORPORATE EXISTENCE

This corporation shall have perpetual existence commencing at the time of filing of the Articles of Incorporation with the Secretary of State.

# ARTICLE III

# NATURE OF BUSINESS

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated in the State of Florida.

# ARTICLE IV

#### CAPITAL STOCK

The corporation is authorized to issue One Thousand Shares (1000) shares of common stock at One Cent (\$.01) par value per share.

#### <u>ARTICLE V</u>

# INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation in the State of Florida is: 2320 Ponce De Leon Boulevard, Coral Gables, Florida 33134, and the name of the initial registered agent of this corporation is: OSCAR J. VILA, ESQ., c/o VILA, PADRON & DIAZ, P.A., at 2320 Ponce De Leon Boulevard, Second Floor, Coral Gables, FL 33134.

Prepared by:

VILA, PADRON & DIAZ, P.A. 2320 Porce de Leon Boulevard Coral Gables, FL 33134 (305) 461-4888

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# ARTICLE VI

#### INCORPORATOR

The name and address of the incorporator subscribing to these Articles of Incorporation is: SEBASTIAN MALO at 8232 Northwest 30th Terrace, Miami, Florida 33122.

# ARTICLE VII

#### INITIAL BOARD OF DIRECTORS

The corporation shall have Four (4) directors initially. The number of directors may be either increased or diminished from time to time as provided for in the by-laws, but shall never be less than one. The name and address of the initial directors shall be:

Manuel Malo Monsalve Sebastian Malo Manuel Antonio Malo Juan Jose Malo

at: 8232 Northwest 30th Terrace, Miami, Florida 33122

#### ARTICLE VIII

# INITIAL OFFICERS

The names and addresses of the Initial Officers shall be:

Manuel Malo Monsalve - CEO, Director Sebastian Malo - President, Director Manuel Antonio Malo - Vice President, Director Juan Jose Malo - Director

at: 8232 Northwest 30th Terrace, Miami, Florida 33122

#### ARTICLE IX

# **BY-LAWS**

The power to alter, adopt, amend or repeal the by-laws shall be vested in the Board of Directors and the Shareholders of this Corporation.

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

# ARTICLE X

#### INDEMNIFICATION

The corporation shall indemnify, to the full extent permitted by law, any officer, director, employee or agent of the corporation, or any former officer, director, employee or agent of the corporation, or any person who at the request of the corporation is or was serving as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this <u>9</u> of <u>April</u>, 2010.

ebastian Malo Incorporator

#### CERTIFICATE OF REGISTERED AGENT OF MALO FORD, INC.

Pursuant to Section 48.091 and 607.0501 of the Florida Statutes, the following is submitted, in compliance therewith:

That MALO FORD, INC., desiring to organize under the laws of the State of Florida, with its principal place of business at: 8232 Northwest 30th Terrace, Miami, Florida 33122, has named OSCAR J. VILA c/o VILA, PADRON & DIAZ, P.A., at 2320 Ponce De Leon Boulevard, Second Floor, Coral Gables, Florida 33134, as agent to accept service of process within the State.

#### **ACKNOWLEDGMENT**

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate. I hereby accept to act in this capacity and I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties.

Dated this 4 day of April, 2010.

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