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**FLORIDA PROFIT/NON PROFIT CORPORATION**
**SOUTHBOUND MIAMI, CORP.**

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# ARTICLES OF INCORPORATION
# OF
# SOUTHBOUND MIAMI, CORP.

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

## ARTICLE I.
## NAME

The name of the Corporation shall be **SOUTHBOUND MIAMI, CORP.**

## ARTICLE II.
## PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be: 3300 NE 191 STREET # 1218, AVENTURA, FL. 33180.

## ARTICLE III.
## PURPOSES

The purpose for which the corporation is formed and the business and objects to be carried on and promoted by it are as follows:

To transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.

To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

**ARTICLE IV.**

**CAPITAL STOCK**

The maximum number of shares that this corporation is to have outstanding at any one time is One Thousand (1,000) shares of common stock, having a nominal or par value of One Dollar ($1.00) per share. The consideration to be paid for each share shall be fixed by the board of directors but in no event shall be less than $1.00.

**ARTICLE V.**

**TERM**

This corporation shall commence existence on the date of the filing of these Articles of Incorporation and shall have perpetual existence.

**ARTICLE VI.**

**REGISTERED AGENT AND REGISTERED OFFICE**

The Registered Agent for this corporation shall be MARIANO CESAR FURMENTO and the Registered Office shall be located at 3300 NE 191 STREET # 1218, AVENTURA, FL. 33180 or at such other place as the Board of Directors shall from time to time direct, with appropriate notice being given to the Secretary of State in accordance with the law.

The aforementioned location does not constitute the principal office.

**ARTICLE VII.**

**DIRECTORS**

This corporation shall have not less than one nor more than six directors, as set forth in the By-Laws. The names and street addresses of the first board of directors of this corporation which, subject to these Articles of Incorporation, By-Laws of this corporation, and the laws of the State of

Florida, shall hold office until its successors have been elected and qualified, are:

**NAME: MARIANO CESAR FURMENTO**

**TITLE: President/Director**

The directors shall have broad powers to manage the company. The directors shall not have powers to sell or otherwise dispose fixed assets of the company.

**ARTICLE VIII.**

**INSPECTION OF BOOKS AND RECORDS**

The corporation shall from time to time determine whether and to what extent and at what times and places and under what conditions and regulations the accounts and books of the corporation (other than the stock book) or any of them shall be open to inspection of shareholders; and no shareholder shall have the right of inspecting and accounts, book or document of this corporation except as conferred by statute, unless authorized by a resolution of the shareholders or the board of directors.

**ARTICLE IX.**

**INDEMNIFICATION OF OFFICERS AND DIRECTORS**

Every officer and every director of the corporation shall be indemnified by the corporation, as permitted by law, against all expenses and liability, including counsel fees reasonably incurred by or imposed upon him in connection with any proceeding to which he may be a party or in which he may become involved by reason of his being or having been an officer or director of the corporation, whether or not he is an officer or director at the time such expenses are incurred. The foregoing rights of indemnification shall be in addition to and not exclusive of all other rights to which such officer or director may be entitled.

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**ARTICLE X.**

**TELEPHONE MEETING AUTHORIZED**

Members of the board of directors or of any executive committee designated by the board of directors in accordance with law shall be deemed present at any meeting of the board of directors or executive committee, as the case may be, if a conference telephone or similar communications equipment by means of which all persons participating in the meting can hear and be heard by all other persons, is used.

**ARTICLE XI.**

**INCORPORATOR**

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

MARIANO CESAR FURMENTO
3300 NE 191 STREET # 1218,
AVENTURA, FL. 33180

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this 18 day of OCTOBER 2012.

Signature

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF**

**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office. Registered agent, in the State of Florida.

1. The name of the corporation is

**SOUTHBOUND MIAMI, CORP.**
3300 NE 191 STREET # 1218,
AVENTURA, FL. 33180

2. The name and address of the registered agent and office is:

MARIANO CESAR FURMENTO
Name

3300 NE 191 STREET # 1218,
(P.O. Box or Mail Drop NOT acceptable)

AVENTURA, FL 33180
(City/State/Zip)

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

SIGNATURE

DATE 10/18/2012

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314

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