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FLORIDA PROFIT/NON PROFIT CORPORATION
PHOENIX UNIVERSAL CORPORATION

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**ARTICLES OF INCORPORATION OF
PHOENIX UNIVERSAL CORPORATION**

The undersigned, in order to form a corporation for profit for the purpose hereinafter stated, under and pursuant to the provisions of the Florida Statutes Chapter 607 and/or Chapter 621, do hereby subscribe this Certificate of Incorporation, and adopt the following Articles of Incorporation.

ARTICLE I - NAME AND ADDRESS

The name of this corporation is: **PHOENIX UNIVERSAL CORPORATION**, located at : 413 Swan Avenue, Miami Springs, FL 33166.

ARTICLE II - DURATION

The corporation shall have a perpetual existence.

ARTICLE III - PURPOSE

The purpose of this corporation is to engage in any activities or business permitted under the laws of the United States of America and the State of Florida:

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ARTICLE IV - CAPITAL STOCK

The maximum number of shares which this corporation is authorized to have outstanding at any time is One Thousand Shares (1,000) shares of common stock having a par value share of \$1.00 per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation shall be, 413 Swan Avenue, Miami Springs, FL 33166, and the initial registered agent of this corporation at such office shall be, **JULIO D. SOMARRIBA, SR. (a/k/a: Julio Dennis Somarriba Avelares)**, who upon accepting this designation agrees to comply with the

provisions of Section 48.091, Florida Statutes as amended from time to time, with respect to keeping an office open for service of process.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of two members. The number of directors may be increased or decreased from time to time by vote of the stockholders, but in no case shall the number of directors be less than one nor more than five. The names of the directors constituting the initial Board of Directors are:

<u>Name</u>	<u>Address</u>
Julio D. Somarriba, Sr., President	413 Swan Avenue, Miami Spr., FL 33166
Julio D. Somarriba, Jr., Vice President	413 Swan Avenue, Miami Spr., FL 33166
Hilda Maria Somarriba, 2nd Vice Pres.	413 Swan Avenue, Miami Spr., FL 33166
Norman Henriquez Somarriba, 3rd V Pres	413 Swan Avenue, Miami Spr., FL 33166
Cesar Gutierrez Somarriba, Treasurer	413 Swan Avenue, Miami Spr., FL 33166
Maria J. Somarriba, Secretary	413 Swan Avenue, Miami Spr., FL 33166

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is: Julio D. Somarriba, Sr., 413 Swan Avenue, Miami Springs, FL 33166.

ARTICLE VIII - MANAGEMENT

The management of the business of this corporation shall be conducted under the directions of the Board of Directors by the Officer who shall be elected by the Board of Directors, to wit: a President; one or more Vice-Presidents; a Treasurer; and a Secretary. One or more of said officers may hold one or more offices.

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STATE OF FLORIDA
CLERK OF THE COURT

ARTICLE VIII - AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon:


ARTICLE VIII - AUTHORIZED POWERS OF BOARD OF DIRECTORS

In furtherance, and not in limitation of the powers conferred by Statute, the Board of Directors is expressly authorized:

- (a) To adopt and amend the by-laws of this corporation, provided the amendments thereto are not inconsistent with the by-laws adopted by the stockholders.
- (b) To authorize and cause to be executed mortgages and liens upon the real and personal property of this corporation.
- (c) To set apart out of any funds of the corporation available for dividends a reserve or reserves in the manner in which it was created.
- (d) When and as authorized by the affirmative vote of Stockholders of record holding stock in the corporation entitling them to exercise at least a majority of the voting power given at a stockholders' meeting duly called for that purpose, or when authorized by the written consent of stockholders of record holding stock in the corporation entitling them to exercise at least a majority of the voting power, to sell, lease, or exchange all of its property and assets essential to the business of the corporation, upon the terms and conditions as its Board of Directors deem expedient and for the best interests of the corporation.

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FALLAH ASSOCIATES, P.C.
2014

IN WITNESS WHEREOF, the incorporator has hereunto set his/her hand and seal this 20th day of OCTOBER, 2014.

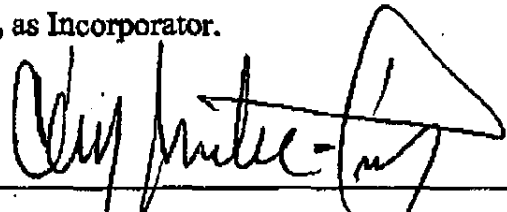


JULIO D. SOMARRIBA, SR.
Incorporator Page 3 of 4

STATE OF FLORIDA)
COUNTY OF MIAMI-DADE)

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Hialeah, Miami-Dade County, Florida, this 20th day of OCTOBER, 2014, by **JULIO D. SOMARRIBA, SR.**, as Incorporator.

My Commission Expires:



Notary Public - State of Florida



ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for **PHOENIX UNIVERSAL CORPORATION**, at the place designated in the *Articles of Incorporation*, I, **JULIO D. SOMARRIBA, SR.**, 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.

Dated: 10/20/2014



Registered Agent

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NOTARY PUBLIC STATE OF FLORIDA

Prepared by:
CESAR MESTRE-PEREZ, ESQ.
1275 W 47th PL Ste. 427
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