

P9800051152

AZARUS CORPORATE FILING SERVICE, INC.
 (Requestor's Name)
 3320 S.W. 87th AVENUE
 (Address)
 MIAMI, FLORIDA (305)552-5973
 (City, State, Zip) (Phone #)
 LOCAL REPRESENTATIVE TALLAHASSEE

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. MERCEDES, INC.
 (Corporation Name) (Document #) 000002550740-1
 -06/08/98-01039-012
 *****78.75 *****78.75
2. _____
 (Corporation Name) (Document #)
3. LA BUENA MERCEDES,
 (Corporation Name) (Document #)
4. THE GOOD MERCEDES, Inc.
 (Corporation Name) (Document #)

Walk in
 Pick up time 2:00
 Certified Copy
 Mail out
 Will wait
 Photocopy
 Certificate of Status

FILED
 98 JUN -8 AM 11:32
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

RECEIVED
 98 JUN -8 AM 10:58
 DIVISION OF CORPORATION

Handwritten signature and initials
 6/8

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 8, 1998

LAZARUS

MIAMI, FL

SUBJECT: MERCEDES, INC.
Ref. Number: W98000013072

We have received your document for MERCEDES, INC.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 498A00032125

98 JUN -8 AM 11:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLES OF INCORPORATION

OF

LA BUENA MERCEDES, INC.

ARTICLE I-NAME

The name of this corporation is:

LA BUENA MERCEDES, INC.

ARTICLE II-DURATION

This corporation is to exist perpetually. It shall commence its existence upon approval by the Secretary of State.

ARTICLE III-PURPOSE

This corporation is organized for the purpose of transacting any or all business permitted under the laws of the United States of America and the laws of the State of Florida, as fully and to the same extent as a natural person might or could do.

ARTICLE IV- CAPITAL STOCK

The capital stock of this corporation shall consist of ONE HUNDRED (100) shares of common stock with a par value of ONE THOUSAND DOLLARS per share. The whole or any part of the capital stock may be payable in lawful money of the United States of America or property, tangible or intangible, labor or services actually performed for the corporation to be fixed by the Board of Directors.

ARTICLE V- INITIAL CAPITAL

The amount of capital with which this corporation will begin business is ONE THOUSAND (\$1,000.00) DOLLARS.

ARTICLE VI- REGISTER OFFICE AND AGENT

The address and principal office of this corporation is in the State of Florida, at 900 SW 104th Court, Unit B-104, Miami, FL. 331 The initial Resident Agent of this corporation is ADYS POLLAN which address is 900 SW 104th Court, Unit B-104, Miami, FL

The Board of Directors may move the principal office of the corporation to any other address in the State of Florida.

ARTICLE VII- DIRECTORS

The Board of Directors of this corporation shall consist at least of one(1) member. The name and address of the first Board are:

<u>NAME</u>	<u>ADDRESS</u>
ADYS POLLAN,	900 SW 104th Court, Unit B-104, Miami, FL

ARTICLE VIII- SUBSCRIBERS

The name and address of the subscribers of this Articles of Incorporation are:

<u>NAME</u>	<u>ADDRESS</u>
ADYS POLLAN,	900 SW 104th Court, Unit B-104, Miami, FL

ARTICLE IX- SUBSCRIPTION OF STOCK

The subscription of the initial capital of the corporation, the number of shares and the value of the consideration are:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>CONSIDERATION</u>
ADYS POLLAN,	900 SW 104 Ct. No.B-104, Miami, FL	1	\$1,000.00

ARTICLE X- FIRST OFFICERS

The name and address of the first officers of the corporation to hold office until their successors are elected and have qualified are;

<u>OFFICE</u>	<u>NAME</u>	<u>ADDRESS</u>
PRESIDENT:	ADYS POLLAN,	900 SW 104 Ct. No.B-104, Miami, FL
SECRETARY:	ADYS POLLAN,	900 SW 104 Ct. No.B-104, Miami, FL
TREASURER:	ADYS POLLAN,	900 SW 104 Ct. No.B-104, Miami, FL

ARTICLE XI- PREEMPTIVE RIGHTS

Each shareholder of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation and any security of the corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.


ARTICLE XII- AMENDMENT

This Articles of Incorporation may be amended in the manner provided by law.

ARTICLE XIII- COMMENCEMENT

The date of commencement of this corporation existence shall be on or after the day of approval of this Articles of Incorporation by the Secretary of State.

IN WITNESS WHEREOF, I, the undersigned, subscriber of this Articles of Incorporation and its Resident Agent, have set my hand and seal at Miami, Florida, this 5th day of May 1998,.



ADYS POLLAN
As Incorporator and Resident Agent.

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of sections 607.0501 or 617.0501, 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: LA BUENA MERCEDES, INC.

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

900 SW 104th Court, Unit B-104, Miami, FL
(NAME)

(P.O. BOX NOT ACCEPTABLE)

Miami, Florida

(CITY/STATE/ZIP)

FILED
198 JUN -8 AM 11:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Adys Pollan
ADYS POLLAN

DATE

June 5, 1998

REGISTERED AGENT FILING FEE: \$35.00