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LAW OFFICES

Ana Maria Angulo

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2151 SOUTH LEJUNE ROAD
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August 14, 1996

Secretary of State
State of Florida
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 SEP -5 AM 8:36

RE: THE THREE AMIGAS CORPORATION

400001924494
-08/16/96--01067--007
****122.50 ****122.50

To whom it may concern:

Enclosed please find original Articles of Incorporation together with check in the amount of \$122.50 representing the filing fee in connection therewith.

Please return the certified copy to me at your earliest possible convenience.

Thank you for your prompt attention to this matter, and if you should have any questions whatsoever, please contact me.

Sincerely,


ANA MARIA ANGULO
AMA/to

Enclosures

C:\WORK\ANGULO\SECRETARY

nc SEP 5 1996

W96-17412



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 20, 1996

ANA MARIA ANGULO
2151 SOUTH LEJEUNE ROAD
SUITE 310
CORAL GABLES, FL 33134

SUBJECT: THE THREE AMIGAS CORPORATION
Ref. Number: W96000017412

We have received your document for THE THREE AMIGAS CORPORATION and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return 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 (904) 487-6052.

Neysa Culligan
Document Specialist

Letter Number: 896A00039520

ARTICLES OF INCORPORATION OF THE THREE AMIGAS LATINAS CORPORATION

The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation of such Corporation:

ARTICLE I

IDENTIFICATION

The name and mailing address of the corporation

THE THREE AMIGAS LATINAS CORPORATION
2645 S.W. 37th Avenue, Suite 504
Miami, Florida 33133

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ARTICLE II

DURATION

The period of duration of the corporation is perpetual.

ARTICLE III

PURPOSES

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV

AUTHORIZED SHARES

1. The aggregate number of shares that the corporation shall have the authority to issue is FIVE HUNDRED (500) shares of common stock, all or part of said stock to be issued from time to time as may be determined by the Board of Directors. The par value shall be one (\$1.00) dollar per share.

2. FIVE HUNDRED shares of common stock of the corporation shall be issued for cash, property, or past services actually rendered.

3. The sum of the par value of all shares of common stock of the corporation that have been issued shall be the stated capital of the corporation at any particular time.

4. The holders of the outstanding common stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of capital stock of the corporation.

5. The shares of the corporation are not to be divided into classes.

6. On dissolution or liquidation of the corporation, holders of the stock shall be entitled to distribution ratably as their holdings may appear upon the stock record of the corporation.

This instrument prepared by:

Ana Maria Angulo
2151 South LeJeune Road, Suite 310
Coral Gables, Florida 33134
Phone: (305) 567-0010
Florida Bar No.: 374423

ARTICLE V

REGISTERED AGENT

The address of the initial registered office of the corporation is:

**2151 South LeJeune Road, Suite 310
Coral Gables, Florida 33134**

and the name of the initial registered agent at such address is

ANA MARIA ANGULO

I, Ana Maria Angulo, hereby accept the designation of Registered Agent of the Corporation.


Ana Maria Angulo

ARTICLE VI

BOARD OF DIRECTORS

1. The initial Board of Directors shall consist of three (3) Director(s) who need not be a resident(s) of this State or Shareholder(s) of the Corporation.

2. The name(s) and address(es) of the persons who shall serve as Director(s) until the first annual meeting of shareholders, or until their successors shall have been elected and qualified are as follows:

AIMEE HERNANDEZ

**2645 S.W. 37th Avenue, Suite 504
Miami, Florida 33133**

ZOVINAR ANAC

**2645 S.W. 37th Avenue, Suite 504
Miami, Florida 33133**

SUSANA ARSLANIAN

**2645 S.W. 37th Avenue, Suite 504
Miami, Florida 33133**

ARTICLE VII

INCORPORATOR

The name and address of the Incorporator is as follows:

AIMEE HERNANDEZ

**2645 S.W. 37th Avenue, Suite 504
Miami, Florida 33133**

ARTICLE VIII

PREEMPTIVE RIGHTS

1. Shareholders of the corporation shall have preemptive rights to acquire their pro-rata share of stock of the corporation for all issues of any class of stock of the corporation, no matter when authorized, and for whatever consideration is contemplated to be received by the corporation, including but not limited to cash, other property, services, the acquisition of another corporation's shares or property through merger or the extinguishment of debts. Preemptive rights shall apply to the reissuance of all redeemed or otherwise acquired shares, including the reissuance of treasury shares.

ADDITIONAL PROVISIONS

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