

JUN 14-2005 15:47

EMPIRE

P 1

P05000085597

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H05000147209 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850)205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

FILED
05 JUN 14 AM 9:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

401 CARLTON INVESTMENT INC.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

T. Burch JUN 15 2005

ARTICLES OF INCORPORATION**OF****401 Carlton Investment Inc.****ARTICLE I****NAME**

The name of this corporation is: **401 Carlton Investment Inc.**

ARTICLE II**PRINCIPAL MAILING ADDRESS OF BUSINESS**

The principal mailing address of business for this corporation is: **401 Carlton Investment Inc. 1500 San Remo Avenue, Suite 103, Coral Gables, FL.33146.**

ARTICLE III**DURATION**

This corporation shall have perpetual existence, commencing on the date of the filing of these Articles of Incorporation with the Florida Department of State, Division of Corporations, Tallahassee, Florida.

ARTICLE IV**PURPOSE**

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE V**CAPITAL STOCK**

This corporation is authorized to issue One Hundred 100 shares of \$1.00 par value common stock.

Prepared by: Pablo R. Bared, Esq., Bared and Assoc., PA
1500 San Remo, #103, Coral Gables, FL. 33146
Telephone (305)666-6010

FILED
05 JUN 14 AM 9:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H05000147209

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1500 San Remo Ave. #103 Coral Gables, FL 33146, and the name of the registered agent of this corporation is Bared and Assoc., PA.

ARTICLE VII
INITIAL BOARD OF DIRECTORS

This corporation shall have 2 directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws of this corporation but shall never be less than one. The name and address of the initial director of this corporation is:

Director: Virginia Camargo
1500 San Remo Ave, 103
Coral Gables, FL 33146

Director: Jose Benito la Cruz
1500 San Remo Ave, 103
Coral Gables, FL 33146

ARTICLE VIII
INCORPORATOR

The name and address of the person signing these Articles of Incorporation is: Pablo R. Bared, Esq., 1500 San Remo Ave., Suite 103, Coral Gables, FL 33146.

ARTICLE IX
BYLAWS

The powers to adopt, alter, amend or repeal the Bylaws shall be vested in the Board of Directors.

Prepared by: Pablo R. Bared, Esq., Bar #739405 Bared and Assoc. PA
1500 San Remo Ave., #103, Coral Gables FL 33146
Telephone (305)666-6010

ARTICLE X

INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by the laws of the State of Florida.

ARTICLE XI
AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 14th day of June 2005.



Pablo R. Bared Esq., Incorporator

SWORN TO AND SUBSCRIBED before me, a Notary Public, in and for the State of Florida at Large, on this 14th day of June 2005.


NOTARY PUBLIC

My commission expires:

Prepared by:
Pablo R. Bared, Esq. Bar #739405
Bared and Assoc., PA
1500 San Remo Avenue
Suite 103
Coral Gables, Fl. 33146
Telephone (305)666-6010



JUN-14-2005 15:48

EMPIRE

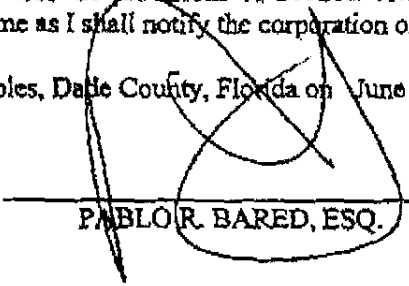
H05000141004

P.05

ACCEPTANCE OF REGISTERED AGENT
FOR
401 Carlton Investment Inc.

Having been named to accept service of process for 401 Carlton Investment Inc., Pursuant to Article VI of the Articles of Incorporation Bared and Associates, PA, I agree to act in this capacity and to comply with the provisions of Section 48.091, Fla. Stat. relative to keeping open such office until such time as I shall notify the corporation of my resignation.

DATED in Coral Gables, Dade County, Florida on June 14, 2005



PABLO R. BARED, ESQ.

Prepared by:
Pablo R. Bared, Esq. Bar #739405
Bared and Assoc., PA
1500 San Remo Ave.
Suite 103
Coral Gables, Fl. 33146
Telephone (305)666-6010

Articles\

H05000147209

TOTAL P.05