

PO7000049261

(Requestor's Name)

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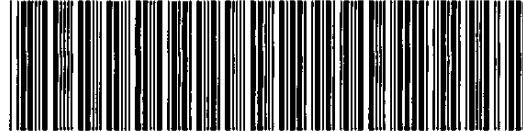
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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04/20/07--01018--015 \*\*78.75

MRS  
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FILED  
07 APR 23 AM 11:04  
2007 APR 20 AM 11:35  
RECEIVED  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA  
NO. INTENDED  
TO ACKNOWLEDGE  
SUFFICIENCY OF FILING

W07-19596

**LAZARUS**  
**CORPORATE FILING SERVICE**  
**3320 SW 87<sup>TH</sup> AVENUE**  
**MIAMI, FL 33165 (305) 552-5973**

**FILED**

07 APR 23 AM 11:04

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

1. VARADERO RETIREMENT HOME II  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

- ☒ Walk in ☒ Pick up time 2.00 ☒ Certified Copy  
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

**NEW FILINGS**

- ☒ Profit  
☐ Not for Profit  
☐ Limited Liability  
☐ Domestication  
☐ Other

**OTHER FILINGS**

- ☐ Annual Report  
☐ Fictitious Name

**AMENDMENTS**

- ☐ Amendment  
☐ Resignation of R.A., Officer/Director  
☐ Change of Registered Agent  
☐ Dissolution/Withdrawal  
☐ Merger

**REGISTRATION/QUALIFICATION**

- ☐ Foreign  
☐ Limited Partnership  
☐ Reinstatement  
☐ Trademark  
☐ Other

Examiner's Initials



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07 APR 23 PM 4:21

FLORIDA DEPARTMENT OF STATE

Division of Corporations

DEPT. OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

April 23, 2007

LAZARUS

\*\*\*WALK-IN\*\*\*

SUBJECT: VARADERO RETIREMENT HOME II  
Ref. Number: W07000019596

We have received your document for VARADERO RETIREMENT HOME II and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

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) 245-6879.

Ruby Dunlap  
Regulatory Specialist  
New Filing Section

Letter Number: 107A00027210

**ARTICLES OF INCORPORATION**

**OF**

**VARADERO RETIREMENT HOME II, Inc.**

**FILED**

07 APR 23 AM 11:04

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I**

**NAME**

The name of the Corporation is **Varadero Retirement Home II, Inc.**

**ARTICLE II**

**TERM OF CORPORATE EXISTENCE**

The Corporation shall exist perpetually unless dissolved according to law and such existence shall commence at the time of the filing of these Articles of Incorporation by the Department of State. The principal place of business of this corporation is:

**15372 SW 117<sup>th</sup> Street  
Miami, Florida 33196**

**ARTICLE III**

**PERMITTED ACTIVITY**

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**

The aggregate number of shares, which the Corporation shall have authority to issue, will be One Hundred (100) shares of voting common stock with \$1.00 par value.

## **ARTICLE V**

### **PREEMPTIVE RIGHTS DENIED**

No holder of any shares of the Corporation shall have any preemptive right to purchase, subscribe for or otherwise acquire any shares of the Corporation of any class now or hereafter authorized, or any securities, exchangeable for or convertible into such shares, or any warrants or any instruments evidencing rights or options to subscribe for, purchase, or otherwise acquire such shares.

## **ARTICLE VI**

### **REGISTERED OFFICE AND AGENT**

The initial registered office of the Corporation and initial place of business is

**15372 SW 117<sup>th</sup> Street  
Miami, Florida 33196**

The initial Registered Agent is : **Pedro L. Gonzalez**

## **ARTICLE VII**

### **DIRECTORS**

The business of the Corporation shall be managed by a Board of Directors consisting of not fewer than one person, the exact number to be determined from time to time in accordance with the By-Laws.

The name and address of the directors of the Board of Directors who shall serve until the first annual meeting of shareholders or until his successor is elected and qualified shall be:

#### **NAMES**

**Pedro Luis Gonzalez  
(Director)**

#### **ADDRESSES**

**15372 SW 117<sup>th</sup> Street  
Miami, FL 33196**

**ARTICLE VIII**  
**INCORPORATOR**

The name and address of the incorporator is:

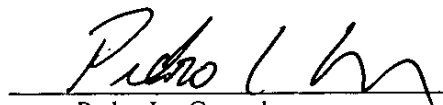
**Pedro L. Gonzalez**  
**15372 SW 117<sup>th</sup> Street**  
**Miami, Florida 33196**

**ARTICLE IX**  
**INDEMNIFICATION**

Every person now or hereafter serving as director, officer or employee of the Corporation shall be indemnified and held harmless by the Corporation from and against any and all loss, cost, liability and expense that may be imposed upon or incurred by him in connection with or resulting from any claim, action, suit or proceeding, in which he may become involved, as a party of otherwise, by reason of his being or having been a director, officer or employee of the Corporation, whether or not he continues to be such at the time such loss, cost, liability or expense shall have been imposed or incurred, except with regard to matters as to which any such director, officer or employee shall be adjudged in any claim, action, suit or proceeding to be liable for his own gross negligence or willful misconduct in the performance of duty.

Expenses (including attorneys' fees) incurred in defending any claim action, suit or proceeding may be paid by the Corporation in advance of the final disposition of such a proceeding.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 13<sup>th</sup>  
Day of April 2007.

  
Pedro L.. Gonzalez

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION**

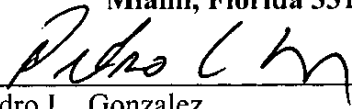
**REGISTERED AGENT/REGISTERED OFFICE**

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: **Varadero Retirement Home Care II, Inc.**
2. The name and address of the Registered agent and office is:

Pedro L. Gonzalez.  
15372 SW 117<sup>th</sup> Street  
Miami, Florida 33196

Signature:

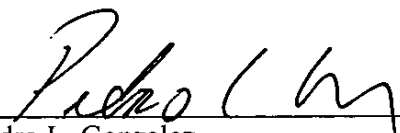
  
Pedro L. Gonzalez.

Title: Registered Agent

Date: April 13, 2007

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 agreed 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:

  
Pedro L. Gonzalez

Date: April 13, 2007.