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valverde family holdings, inc.

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(4)

ARTICLES OF INCORPORATION
OF

VALVERDE FAMILY HOLDINGS, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

NAME AND ADDRESS

The name of the corporation is **VALVERDE FAMILY HOLDINGS, INC.**, and mailing address of this corporation shall be: **3700 Commerce Parkway, Miramar, Florida 33025.**

ARTICLE II

DURATION AND BEGINNING OF CORPORATE EXISTENCE

This corporation shall have perpetual existence commencing at the time of filing of the Articles of Incorporation with the Secretary of State.

ARTICLE III

NATURE OF BUSINESS

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated in the State of Florida.

ARTICLE IV

CAPITAL STOCK

The corporation is authorized to issue One Thousand Shares (1000) shares of common stock at One Cent ($.01) par value per share.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address and name of the initial registered office and agent of the corporation in the State of Florida is: Oscar J. Vila, Esq., at: 2320 Ponce De Leon Boulevard, Second Floor, Coral Gables, FL 33134.

Prepared by: VILA, PADRON & DIAZ, P.A.
2320 Ponce de Leon Boulevard
Second Floor
Coral Gables, FL 33134
(305) 461-4888

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ARTICLE VI

INCORPORATOR

The name and address of the incorporator subscribing to these Articles of Incorporation is: **Rene Valverde at 3700 Commerce Parkway, Miramar, Florida 33025.**

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time as provided for in the by-laws, but shall never be less than one. The name and address of the initial directors shall be:

Rene Valverde
Elizabeth Valverde

at: 3700 Commerce Parkway, Miramar, Florida 33025

ARTICLE VIII

INITIAL OFFICERS

The names and addresses of the Initial Officers shall be:

Rene Valverde
Elizabeth Valverde

at: 3700 Commerce Parkway, Miramar, Florida 33025

ARTICLE IX

BY-LAWS

The power to alter, adopt, amend or repeal the by-laws shall be vested in the Board of Directors and the Shareholders of this Corporation.

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ARTICLE X

INDEMNIFICATION

The corporation shall indemnify, to the full extent permitted by law, any officer, director, employee or agent of the corporation, or any former officer, director, employee or agent of the corporation, or any person who at the request of the corporation is or was serving as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 2nd of ~~May~~ June 2009.

BY: _____
Rene Valverde
Incorporator

CERTIFICATE OF REGISTERED AGENT
OF
VALVERDE FAMILY HOLDINGS, INC.

Pursuant to Section 48.091 and 607.0501 of the Florida Statutes, the following is submitted, in compliance therewith:

That **VALVERDE FAMILY HOLDINGS, INC.**, desiring to organize under the laws of the State of Florida, with its principal place of business at: 3700 Commerce Parkway, Miramar, Florida 33025 has named OSCAR J. VILA c/o VILA, PADRON & DIAZ, P.A., at 2320 Ponce De Leon Boulevard, Second Floor, Coral Gables, Florida 33134, as agent to accept service of process within the State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties.

Dated this 2nd day of ~~May~~ June, 2009.

BY: _____
OSCAR J. VILA

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