

N95000000678

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

Fernandez

*6695 25767
 6695 25767*

Business handled
FEB 9 1995 BSB

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE _____	_____	_____	_____
TIME _____	_____	CK No. _____	_____
BY <i>AAK</i>	_____	_____	_____

WALK-IN Will Pick Up *2-9 1100*

RE: Pensacola Owners &
Business Association

	C.C. FEE.	DISBURSED
☐ Capital Express™		
☒ Art. of Inc. File		
☐ Corp. Record Search		
☐ Ltd. Partnership File		
☐ Foreign-Corp. File		
☒ () Cert. Copy(s)		
☐ Art. of Amend. File		
☐ Dissolution/Withdrawal		
☐ C U S-		
☐ Fictitious Name File		
☐ Name Reservation		
☐ Annual Report/Reinstatement		
☐ Reg. Agent Service		
☐ Document Filing		
☐ Corporate Kit		
☐ Vehicle Search		
☐ Driving Record		
☐ Document Retrieval		
☐ UCC 1 or 3 File		
☐ UCC 11 Search		
☐ UCC 11 Retrieval		
☐ File No.'s _____ Copies		
☐ Courier Service		
☐ Shipping/Handling		
☐ Phone () _____		
☐ Top Priority		
☐ Express Mail Prop		
☐ FAX () _____ pgs		
SUBTOTALS		

FEE.....	\$ _____
DISBURSED.....	\$ _____
SURCHARGE.....	\$ _____
TAX on corporate supplies.....	\$ _____
SUBTOTAL.....	\$ _____
PREPAID.....	\$ _____
BALANCE DUE.....	\$ _____
	\$ _____

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum

THANK YOU
 from
 Your Capital Connection



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 9, 1995

CAPITAL CONNECTION, INC.
417 E. VIRGINIA STREET
SUITE 1
TALLAHASSEE, FL 32301

SUBJECT: PENSUCO OWNERS AND BUSINESS ASSOCIATION, INC.
Ref. Number: W95000002967

We have received your document for PENSUCO OWNERS AND BUSINESS ASSOCIATION, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

In the heading of your articles you must take out Chapter 607 because this is a not-for-profit corporation.

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

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) 487-6925.

Brenda Baker
Corporate Specialist

Letter Number: 895A00005690

55 FEB 19 1969
FBI
RECEIVED

ARTICLES OF INCORPORATION

BEFORE ME, the undersigned authority, on this _____ day of _____, 19____, personally appeared _____, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and consideration therein expressed.

My commission expires _____.

Noted: I hereby certify that the foregoing instrument has been filed for record in the office of the County Clerk of the County of _____, State of _____, for the purpose of recording the same, and that the same has been duly recorded in the office of the County Clerk of the County of _____, State of _____, under the provisions of the _____ Statutes and will be hereby accepted as the instrument of incorporation and the benefits and obligations conferred and imposed thereon by the State of _____, and I hereby acknowledge the same as the instrument of incorporation.

ARTICLE I NAME

The name of the Corporation is _____.

BEFORE ME, the undersigned authority, on this _____ day of _____, 19____, personally appeared _____, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and consideration therein expressed.

ARTICLE II CORPORATE PURPOSE

The object and purpose of the Corporation shall be to receive and maintain a fund of funds of the property of the property of both _____ and _____, and to use the same for the purpose of funds, including any income or interest generated thereon, exclusively for the purpose of _____.

The purpose shall include the right to sue and be sued, and the right to defend and to be defended, in any court of law or equity of the State of _____, and to sue and be sued, and to defend and to be defended, in any court of law or equity of the State of _____, and to sue and be sued, and to defend and to be defended, in any court of law or equity of the State of _____.

ARTICLE III MEMBERSHIP

Section 1. Eligibility. Any person who is a resident of the State of _____, and who is a member of the _____, shall be eligible for membership in the Corporation, and shall be entitled to the same rights and privileges as provided in the By Laws of the Corporation.

Section 2. Application for Membership. Any person who desires to become a member of the Corporation shall file an application with the Corporation, and shall be entitled to the same rights and privileges as provided in the By Laws of the Corporation.

Section 31. Termination of Membership. Membership may be terminated by expiration of membership or by resignation, with thirty days written notice to the Board of Directors.

ARTICLE IV. DURATION

The Corporation shall have perpetual existence.

ARTICLE V. MANAGEMENT

Section 1. The officers of the Corporation shall be elected by the Board of Directors. The Board of Directors shall consist of not less than three and not more than ten members. -3 The officers shall be elected at the annual meeting of the Corporation and shall hold office until the next annual meeting, unless otherwise provided in the By-Laws.

Section 2. The officers of the Corporation shall be the President, Vice President, Secretary, Treasurer, and such other officers as may be determined from time to time in the manner provided in the By-Laws of the Corporation.

ARTICLE VI. INITIAL OFFICERS AND DIRECTORS

The names and residences of the initial officers and directors who are to manage and control the affairs of the Corporation at the first annual meeting are:

ERLAND HAYTIN, Secretary, 11100 N.W. 13th St.

5941 West 11th Lane, Miami, Fla. 33141

FERNANDO MENDEL, President, 11100 N.W. 13th St.

11100 N.W. 13th St., Miami, Fla. 33141

JOSE M. FONTE, Treasurer, 11100 N.W. 13th St.

401 West 11th Lane, Miami, Fla. 33141

ARTICLE VII. BY-LAWS AND AMENDMENTS TO THE ARTICLES OF INCORPORATION

The By-Laws of the Corporation shall be subject to amendment, rescinded by a majority vote of the members meeting in person or voting by proxy at any regular meeting of the Corporation or at the Board of Directors, provided that notice of the amendment, which include the text of the By-Laws there has been furnished in writing to each voting member of the Corporation at least ten days

before the meeting at which the amendment is to be adopted. The Board of Directors may also amend or rescind the By-Laws of the Corporation at any time.

The Articles of Incorporation of this Corporation shall be amended and the said provisions added or adopted by a two-thirds vote of the members of the Board of Directors present in person or by proxy at any meeting thereof provided that the resolution which shall include the text of the amended Articles of Incorporation has been furnished in writing to each stockholder of the Corporation at least ten days prior to the meeting at which the Articles of Incorporation shall be adopted. The Board of Directors shall be responsible for the compliance with the Florida Statute governing the amendments to the Articles of Incorporation of this Corporation.

ARTICLE VIII - GENERAL

All income and assets of the Corporation shall be used for the expenses of the Corporation and for the promotion of the corporate purposes designated by the Board of Directors.

This Corporation shall have no obligation to pay dividends to its shareholders. The Corporation may, however, in its discretion, in addition as part of the income of the Corporation, pay or distribute to its members, directors, officers or agents, provided that the Corporation may pay a dividend or other amount to its members, directors, and officers if the same is rendered and may continue to exist independent of the Corporation with its purposes.

ARTICLE IX - SUBSCRIBERS

The names and residences of the subscribers to this Corporation are as follows:

Rolando Martin, 4405 West 5 Lane, Hialeah, Florida 33012
Jose M. Fonte, 4061 West 7 Lane, Hialeah, Florida 33012
Fernando Mender, 400 N.W. 125 Street, Hialeah, Florida 33012

ARTICLE X - REGISTERED OFFICE AND REGISTERED AGENT

The above-named incorporators, intending to organize this Corporation under the laws of the State of Florida, hereby designate the Corporation's Registered Office to be located at 10070 N.W. 125 Street, Hialeah, Florida 33012, and hereby designate and appoint FERNANDO MENDER as the Registered Agent of this Corporation, who shall be the person to whom all notices and communications shall be directed.

ARTICLE XI INDEMNIFICATION

The Corporation shall indemnify any officer, director, or employee of the Corporation or any former officer, director, or employee of the Corporation to the full extent permitted by law, not within the Florida General Corporation Law.

ARTICLE XII PROHIBITED ACTIVITIES

The Corporation shall not:

1. Attempt to influence elections, or attempt to influence any political activity;

2. Allow any part of its assets to be used for the private inurement of officers, directors, members of the Corporation, or any other individuals, except as otherwise provided by law for charitable purposes;

3. Participate to any extent in any political campaign for or against any candidate for public office;

4. Contribute any assets to any prohibited organization or organizations, except under conditions permitted by the Internal Revenue Code of 1954, as amended, and its regulations, or any law that exist or as they may hereafter be amended, or by any law, regulation, contributions to which are deductible under such Code, or by such Code and regulations, or they law, regulation, or any hereafter be amended.

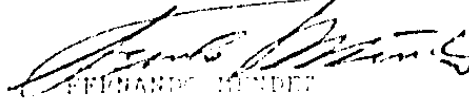
ARTICLE XIII DEDICATION OF ASSETS

The Corporation dedicates all assets which it may acquire to the charitable purpose set forth in Article I hereof. In the event that the Corporation shall dissolve or otherwise terminate its corporate existence, subject to the provisions of Chapters 605 and 617, Florida Statutes, the Corporation shall distribute all its existing assets to one or more organizations which themselves are exempt organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law of the Federal Government or to a state or local government for exclusive public purpose.

IN WITNESS WHEREOF, the undersigned have each placed their names under seal this 31st day of May, 1994.


JOSE M. FONTE


ROLANDO MAYTIN


FERNANDO MENDEZ

STATE OF FLORIDA)

COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared Jose M. Fonte,
ROLANDO MAYTIN and FERNANDO MENDEZ to me well known and well
known to me to be the persons described in and who subscribed their
names to the foregoing Articles of Incorporation, and who
acknowledged before me that they executed such Articles of
Incorporation for the purposes therein expressed.

WITNESS my hand and official seal in the aforesaid County and
State, this 31st day of May, 1994.


NOTARY PUBLIC
State of Florida at Large



CERTIFICATE DESIGNATING RESIDENT AGENT

In compliance with Section 19.091 Florida Statutes the following is submitted:

PENSUCO OWNERS AND BUSINESS ASSOCIATION, INC., desiring to organize or qualify under the laws of the State of Florida with its principal place of business at Hialeah Gardens, Florida, has named Fernando Mendez located at 10370 N.W. 135 Street Hialeah Gardens, Florida 33016, as its agent to accept service of process within the State of Florida.

Dated this 25th day of May, 1994.


FERNANDO MENDEZ

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


FERNANDO MENDEZ

FILED
95FEB 10 PM 12:59