

P000000012000

## Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

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**FILED**  
00 FEB -3 AM 11:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FLORIDA PROFIT CORPORATION OR P.A.****CHARLES FLOWERS, INC,**

Certificate of Status	0
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## FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

February 2, 2000

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SUBJECT: CHARLES FLOWERS, INC.  
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ARTICLE I THE ADDRESS LISTED AND THE ONE OF THE REGISTERED AGENT DESIGNATION ARE THEY SUPPOSE TO BE THE SAME?

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Neysa Culligan  
Document SpecialistFAX Aud. #: H00000005277  
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**ARTICLES OF INCORPORATION  
OF  
CHARLES FLOWERS, INC.**

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation:

**ARTICLE I**

The name of the corporation shall be:

**CHARLES FLOWERS, INC.**

The principal place of business and mailing address of this corporation shall be:  
1781B WEST 32 PLACE  
HIALEAH, FL 33012

**ARTICLE II**

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

**ARTICLE III**

The aggregate number of stock and its par value that this corporation is authorized to have outstanding at any one time is:

100 shares of Common Stock, each have \$ 10.00 par value.

**ARTICLE IV**

This corporation is to exist perpetually.

**ARTICLE V**

Each shareholder of any class of stock of this Corporation shall be entitled to full preemptive rights to purchase un-issued or treasury shares of the Corporation and any securities of the Corporation convertible into or carrying a right to subscribe to or to acquire shares of any such un-issued or treasury shares.

**ARTICLE VI**

The name(s) and street address (es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is (are):

Rodrigo Alvarez

1643 Brickell Avenue # 1702  
Miami, FL 33129

Prepared by : Tallason Advisory Corp. ( Yolanda Duran- Accountant)  
10300 Sunset Dr., suite 435, Miami, FL 33173

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ARTICLE VII

The name (s) and street address (es) of the incorporator (s) to these articles of incorporation is (are) :

Yolanda Duran 10300 Sunset Dr., Suite 435  
Miami, FL 33173

IN WITNESS WHEREOF, the undersigned incorporator (s) has have executed these Articles of  
Incorporation this 2 day of February 2000

Signature (s) of Incorporator (s)

Yolanda Duran

STATE OF FLORIDA  
COUNTY OF DADE

The foregoing instrument was acknowledged and sworn to before me this 2<sup>nd</sup> day of FEBRUARY  
2000, by YOLANDA DURAN (She) He is  
personally known to me and did not take an oath.

Ana Maria Serra  
Notary Public

(SEAL)



Prepared by : Tallason Advisory Corp. ( Yolanda Duran- Accountant)  
10300 Sunset Dr., suite 435, Miami, FL 33173

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#### ARTICLE VIII

The names and addresses of the subscribers to these Articles of Incorporation

Rodrigo Alvarez

1643 Brickell Avenue, # 1702  
Miami, FL 33129

#### ARTICLE IX

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any Amendment hereto and any writing inferred upon the shareholders shall be subject to this reservation.

Prepared by : Tallison Advisory Corp. ( Yolanda Duran- Accountant)  
10300 Sunset Dr., suite 435, Miami, FL 33173

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**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/ REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the State of Florida.

The name of the corporation is: **CHARLES FLOWERS, INC.**

1. The name and the address of the registered agent and office is:

Rodrigo Alvarez  
1781B West 32 Place  
Hialeah, FL 33012

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 AGREE 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 ACCEPT THE DUTIES AND OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

(Registered Agent)

DATE

2/1/00

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Prepared by : Tallson Advisory Corp. ( Yolanda Duran- Accountant)  
10300 Sunset Dr., suite 435, Miami, FL 33173

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**ASSIGNMENT OF SUBSCRIPTION OF  
CHARLES FLOWERS, INC.**

I (We) YOLANDA DURAN hereby assign to **Rodrigo Alvarez**, all my rights to the share of the capital stock of the above named corporation organized under the laws of the State of Florida, which I have acquired either by being an incorporator of the above named corporation, a subscriber to the Articles of Incorporation or a subscriber to the capital stock of the above named corporation.

Executed : 2 / 1, 2000

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