# WIZ683 OFFICE 3320 S.W. 87th AVENUE (Address) MIAMI, FLORIDA (305)552-5973 (City, State, Zip) LOCAL REPRESENTATIVE TALLAHASSEE OFFICE USE ONLY CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): (Corporation Name) (Document #) (Corporation Name) (Document #) Walk in Pick up time Certified Copy Mail out Will wait Certificate of Status Photocopy AMENDMENTS **NEW FILINGS** Amendment Profit Resignation of R.A., Officer/Director NonProfit Change of Registered Agent Limited Liability Dissolution/Withdrawal Domestication Other Merger REGISTRATION/ OTHER FILINGS QUALIFICATION Annual Report Foreign Fictitious Name Limited Partnership Name Reservation Reinstatément Trademark Other

Examiner's Initials

#### CERTIFICATE OF INCORPORATION

**OF** 

## ROYANA, INC.

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the State of Florida providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

#### ARTICLE I – NAME

The name of the corporation shall be:

Royana, Inc.

#### ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1033 S. W. 142<sup>nd</sup> Ave. Miami, FL 33184

# ARTICLE III – PURPOSE

The corporation shall have perpetual existence and may engage in any and all business permitted under the laws of the State of Florida and the United States.

#### ARTICLE IV- CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of \$1.00 (one) par value common stock.

# ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale of cash of any new common stock of this corporation, shall have the right to purchase his pro-rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Prepared by:

Yesit J. Campo

9572 NW 41<sup>st</sup> Street Miami, FL 33178 (305) 593-2003

## ARTICLE VI - INICIATAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Roberto Alcala 1033 S. W. 142<sup>nd</sup> Ave. Miami, FL 33184

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#### ARTICLE VII – BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one (1). The initially directors of this corporation are:

Roberto Alcala President 1033 S. W. 142<sup>nd</sup> Ave. Miami, Fl. 33184

#### ARTICLE VIII - INCORPORATOR

The name and street address of the incorporator to these articles is:

Roberto Alcala 1033 S. W. 142<sup>nd</sup> Ave. Miami, FL 33184

#### ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officers or directors to the full extent permitted by law.

#### ARTICLE X - BY LAWS

The power to adopt, alter, amend or repeal the by-laws shall be vested in the board of directors and the shareholders. In witness whereof, the undersigned incorporator has executed these articles of incorporation this 28 of January, 2000.

Roberto Alcala

# CERTIFICATE DESIGNATING THE ADDRESS AND AN AGENT UPON WHOM PROCESS MAY BE SERVED

#### WITNESSED:

That **Royana, Inc.**, desiring to organize under the laws of the state of Florida has appointed Roberto Alcala of 1033 S. W. 142<sup>nd</sup> Ave., Miami, Fl. 33184 as registered agent to accept service of process within the state.

# ACKNOWLEDGMENT:

Having been named by the first board of directors of Royana, Inc., to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to the act in this capacity, and agree to comply with the applicable provisions of the Florida Statues, this 28 day of January, 2000.

Roberto Alcala Registered Agent