

**PROD 20134**

OFFICE USE ONLY (October 1992)

**LAZARUS CORPORATE FILING SERVICE, INC.**  
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 MIAMI, FLORIDA (305)552-5973  
 (City, State, Zip) (Phone #)  
 LOCAL REPRESENTATIVE TALLAHASSEE

OFFICE USE ONLY

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

1. ASELSA, INC.  
 (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

900003145879--8  
 -02/24/00--01037--003  
 \*\*\*\*\*78.75 \*\*\*\*\*78.75

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input checked="" type="checkbox"/>	Foreign
<input checked="" type="checkbox"/>	Limited Partnership
<input checked="" type="checkbox"/>	Reinstatement
<input checked="" type="checkbox"/>	Trademark
<input checked="" type="checkbox"/>	Other

*W-5/05*

RECEIVED  
 00 FEB 24 AM 11:21  
 DEPARTMENT OF STATE  
 DIVISION OF CORPORATIONS  
 TALLAHASSEE, FLORIDA

Examiner's Initials



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

February 24, 2000

LAZARUS

MIAMI, FL

SUBJECT: ASEISA, INC.  
Ref. Number: W00000005105

We have received your document for ASEISA, INC.. However, the document has not been filed and is being returned for the following:

The effective date is not acceptable since it is not within five working days of the date of receipt.

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) 487-6934.

Loria Poole  
Corporate Specialist

Letter Number: 400A00010050

RECEIVED  
00 FEB 25 AM 11:27  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION FOR**

***ASEISA, INC.***

*The undersigned does hereby adopt the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.*

**I**

**NAME OF CORPORATION**

*The name of the corporation shall be ASEISA, INC. whose address is located at 4223 Patty Way, Sarasota, Florida 34232.*

**II**

**COMMENCEMENT AND DURATION**

*The corporation is to commence its corporate existence on the date of subscription and acknowledgment of these Articles of Incorporation and shall exist thereafter perpetually until dissolved by law.*

**III**

**PURPOSES**

*The Corporation is organized for the purpose of transacting any and all lawful business.*

**IV**

**CAPITAL STOCK**

*The Corporation is authorized to issue 1000 shares of stock at \$1 par value.*

**V**

**REGISTERED AGENT**

*The address of this Corporation's initial registered office is at 3191 Coral Way, Suite 800, Miami, Florida 33145 and the name of the registered agent at said address is Patrick Vilar.*

**VI**

**INCORPORATOR**

*The name and address of the incorporator is as follows:*

**Patrick Vilar, Esq.**  
**3191 Coral Way, Suite 800**  
**Miami, Florida 33145**  
**Tel. (305) 443-0200**

**VII**

**BOARD OF OFFICERS**

*All corporate powers shall be exercised by and under the authority of, and the business affairs of the Corporation shall be managed under the direction of, the Board of Officers. The number of Officers may be increased or decreased from time to time in accordance with the By-Laws of the Corporation but shall never be less than one. The name and address of the initial Directors of this Corporation are:*

**Hernan Arbelaez**  
**President**  
**4223 Patty Way**  
**Sarasota, FL 34232**  
**Tel.(305)443-0200**

**Ines Arbelaez**  
**Vice President**  
**4223 Patty Way**  
**Sarasota, FL 34232**  
**Tel.(305)443-0200**

**VIII**

**INFORMAL SHAREHOLDER ACTION**

*Any action of the Shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the Shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the corporation as part of the corporate records.*

**IX**

**INFORMAL OFFICER ACTION**

*If all of the Officer severally or collectively consent in writing to any action taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Officers.*

**X**

**INDEMNIFICATION**

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

XI

**BYLAW AMENDMENT**

*The power to adopt, alter, amend or repeal the By-Laws of this corporation shall be vested in the Board of Officers and Shareholders, but the Board of Officers may not alter, amend, or repeal any of the By-Laws adopted by the Shareholders, if the Shareholders provide that the By-Laws shall not be altered, amended or repealed by the Board of Officers.*

XII

**AMENDMENT OF ARTICLES**

*These Articles of Incorporation may be amended at any time by a vote of the majority of the majority of the voting stock of the corporation outstanding, at any regular meeting of the Shareholders or at any special meeting of the Shareholders called for that purpose.*

*IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation in the State of Florida this 18 day of February, 2000.*

*Patrick Vilar*  
\_\_\_\_\_  
Patrick Vilar, Incorporator

*Patrick Vilar*  
\_\_\_\_\_  
Patrick Vilar, Registered Agent

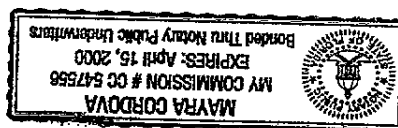
STATE OF FLORIDA)  
  ) ss:  
COUNTY OF DADE )

*BEFORE ME, the undersigned authority, personally appeared **Patrick Vilar**, who is to me well known to be the person described in and who executed the foregoing Articles of Incorporation as the Incorporator, and he acknowledged to and before me that he executed the same for the uses and purposes therein mentioned and set forth.*

*IN WITNESS WHEREOF, I have hereunto set my hand and seal at Miami in the said County and State, this 18 day of FEBRUARY, 2000.*

*MAYRA GORDOVA*  
\_\_\_\_\_  
NOTARY PUBLIC  
State of Florida at Large,

*My Commission expires:*



ACCEPTANCE BY REGISTERED AGENT

OF

**ASEISA, INC.**

I, **PATRICK VILAR**, as the registered agent of **ASEISA, INC.**, a Florida corporation, hereby state that I am familiar with and accept the duties and responsibilities as registered agent for said corporation.

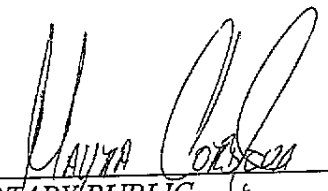
REGISTERED AGENT:

  
Patrick Vilar

STATE OF FLORIDA)  
  ) ss:  
COUNTY OF DADE )

BEFORE ME, the undersigned authority, personally appeared **Patrick Vilar** to me well known to be the person described in and who executed the foregoing Acceptance by Registered Agent, and he acknowledged to and before me that he executed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Miami in the said County and State, this 18 day of FEBRUARY 2000

  
NOTARY PUBLIC  
State of Florida at Large,

My Commission expires:

