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LARUS CORPORATE FILING SERVICE, INC.

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LOCAL REPRESENTATIVE TALLAHASSEE

OFFICE USE ONLY

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

1. SOL Y ARENA company
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)



Walk in



Pick up time

2.00



Certified Copy



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Certificate of Status

NEW FILINGS

☒ Profit

☐ NonProfit

☐ Limited Liability

☐ Domestication

☐ Other

AMENDMENTS

☐ Amendment

☐ Resignation of R.A., Officer/Director

☐ Change of Registered Agent

☐ Dissolution/Withdrawal

☐ Merger

OTHER FILINGS

☐ Annual Report

☐ Fictitious Name

☐ Name Reservation

REGISTRATION/
QUALIFICATION

☐ Foreign

☐ Limited Partnership

☐ Reinstatement

☐ Trademark

☐ Other

RECEIVED
00 MAR -1 AM 11:10
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
00 MAR -1 PM 12:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Examiner's Initials

**ARTICLES OF INCORPORATION
OF**

SOL Y ARENA

COMPANY

WE, the undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract hereby associate ourselves together to form a Corporation for Profit under the provisions of Section 607 of the Florida Statutes, with all power, rights, privileges, and immunities; and to that end we do, by these Articles, set forth:

ARTICLE I - NAME

The name of this Corporation is Sol y Arena Company (hereinafter referred to as the "Corporation") and its mailing address is 10621 N. Kendall Drive, Suite 206, Miami, Florida 33176.

ARTICLE II - DURATION

This Corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This Corporations is authorized to issue 100 shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares."

This document prepared by:
Gladys Gonzalez-Boyer, J.D.
Attorney at Law
10621 N. Kendall Drive, Suite 208
Miami, Florida 33176
FBN: 0069264

FILED
00 MAR -1 PM 12:59
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE V - REGISTERED OFFICE AND AGENT

The name of the initial registered agent of this Corporation is GRACE WARMINGTON and her address is 10621 N. Kendall Drive, Suite 206, Miami, Florida 33176.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have One Director initially. The number of Directors may be increased or decreased from time to time by the Bylaws but shall never be less than one (1). The names and addresses of the initial Director(s) of this Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
JAMES L. WARMINGTON, JR.	10621 N. Kendall Drive, Suite 206 Miami, Florida 33176
MERCEDES T. GARCIA	10621 N. Kendall Drive, Suite 206 Miami, Florida 33176

- (a) Members of the Board of Directors shall be elected and Hold office in accordance with the Bylaws of this Corporation.
- (b) The business affairs of this Corporation shall be Managed by the Board of Directors, and
- (c) The Board of Directors shall be shareholders in the Corporation.

ARTICLE VII - BYLAWS

The Bylaws of this Corporation may be adopted, altered, amended, or Repealed by either the shareholders or Directors.

ARTICLE VIII - INDEMNIFICATION

This Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE IX - INCORPORATORS

The name of the person signing these Articles is
GRACE WARMINGTON whose address is 10621 N. Kendall Drive,
Suite 206, Miami, Florida 33176.

ARTICLE X

This Corporation is authorized to issue one hundred (100)
shares of one (\$0.1) Dollar par value common stock, which
shall be designated "common shares".

IN WITNESS WHEREOF, the undersigned has executed these
Articles of Incorporation this 27th day of December, 1999.

*I hereby ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE
TO ACT IN THIS CAPACITY*

[Signature]
REGISTERED AGENT / Incorporator

ACKNOWLEDGMENT

STATE OF FLORIDA)
) S.S.
COUNTY OF DADE)

BEFORE ME, the undersigned authority, a Notary Public
in and for The State of Florida, duly qualified and
commissioned by the Governor and Secretary of State of
Florida, personally appeared: GRACE WARMINGTON. Personally
known to me, or who produced the following identification
Florida Drivers License, to be the person described here
as incorporator and who executed the foregoing ARTICLES
INCORPORATION, and he acknowledged before me that he
executed and subscribed the same.

IN TESTIMONY WHEREOF, I have hereunto set my hand attached
my official seal of office, this 8th day of February, 2000
in the City of Miami, County of Dade, in the State of
Florida.

[Signature]
Notary Public
State of Florida

My commission expires:

IVETTE M. LUENGO
Notary Public - State of Florida
My Commission Expires Dec 5, 2001
Commission # CC657859

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00 MAR - 1 PM 12:59
SECRETARY OF STATE
TALLAHASSEE FLORIDA