

200003571

LAZARUS CORPORATE FILING SERVICE

(Requestor's Name)

3320 S.W. 87 AVENUE

(Address)

MIAMI, FLORIDA (305)552-5973

(City, State, Zip)

(Phone #)

TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

OFFICE USE ONLY

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

1. TOT XOCOLATA, U.S.

(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

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

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-04/05/00--01033--006
*****78.75 *****78.75

Examiner's Initials



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

April 5, 2000

LAZARUS

MIAMI, FL

SUBJECT: TOT XOCOLATA, U.S.
Ref. Number: W00000009133

We have received your document for TOT XOCOLATA, U.S. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

You must list the corporation's principal office and/or a mailing address in the document.

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) 487-6933.

Teresa Brown
Corporate Specialist

Letter Number: 600A00018733

Corp.

RECEIVED
00 APR - 7 AM 10:38
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

ARTICLE I - NAME

THE NAME OF THIS CORPORATION IS:

TOT XOCOLATA, U.S. Corp.

FILED
00 APR -7 PM 12:49
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE II - INITIAL REGISTERED OFFICE. AND PRINCIPAL OFFICE

THE STREET ADDRESS OF THE REGISTERED OFFICE OF THIS CORPORATION IS:

1500 BAY ROAD # 522
MIAMI BEACH, FL 33139

THE NAME OF THE INITIAL REGISTERED AGENT OF THIS CORPORATION IS:
TANIA CASCAIS

ARTICLE III - PURPOSE

THIS CORPORATION SHALL HAVE THE PERPETUAL EXISTENCE AND MAY ENGAGE IN ANY AND ALL LAWFULL BUSINESS UNDER THE LAWS OF THE UNITED STATES AND THE STATE OF FLORIDA.

ARTICLE IV - CAPITAL STOCK

THIS CORPORATION IS AUTHORIZED TO ISSUE 1,000 SHARES OF ONE DOLLAR (\$1.00) PAR VALUE COMMON STOCK.

ARTICLE V - INITIAL BOARD OF DIRECTORS

THIS CORPORATION SHALL HAVE 3 (THREE) DIRECTORS INITIALLY, THE NUMBER OF DIRECTORS MAY BE EITHER INCREASED OR DIMINISHED FROM TIME TO TIME ACCORDING TO THE BYLAWS, BUT SHALL NEVER BE LESS THAN ONE (1). THE INITIAL DIRECTORS OF THIS CORPORATION ARE:

PRESIDENT - PEDRO COMA

VICE - PRESIDENT - ISABEL ALONSO

SECRETARY - ANNA COMA

**ARTICLE VI
INCORPORATOR**

THE NAMES AND POST OFFICE ADDRESS OF THE PERSONS SIGNING THIS ARTICLES ARE:

**PEDRO COMA
ISABEL ALONSO
ANNA COMA**

1500 BAY ROAD # 522 MIAMI BEACH, FL 33139

**ARTICLE VII
INDEMNIFICATION**

THE CORPORATION SHALL INDEMNIFY ANY OFFICER OR DIRECTOR, OR ANY FORMER OFFICERS OR DIRECTORS TO THE FULL EXTENT PERMITTED BY LAW.

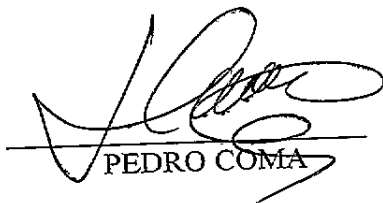
**ARTICLE VIII
MANAGEMENT OF CORPORATION**

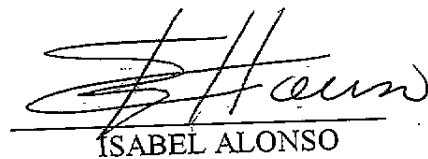
ALL CORPORATE POWER SHALL BE EXERCISED BY OR UNDER THE AUTHORITY OF, AND THE BUSINESS AND AFFAIRS OF THIS CORPORATION SHALL BE MANAGED UNDER THE PRESIDENT AND THE SHAREHOLDERS OF THIS CORPORATION.

**ARTICLE IX
BY LAWS**

THE POWER TO ADAPT, ALTER, AMEND OR REPEAL BY-LAWS SHALL BE VESTED ON THE BOARD OF DIRECTORS AND THE SHAREHOLDER.

IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATORS HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS 20TH DAY OF MARCH, 2000.


PEDRO COMA


ISABEL ALONSO


ANNA COMA

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

WITNESSETH:

THAT TOT XOCOLATA, U.S. ^{Corp.} DESIRING TO ORGANIZE UNDER THE LAWS OF THE
STATE OF FLORIDA, WHICH WILL HAVE ITS PRINCIPAL OFFICE IN THE COUNTY
OF DADE, STATE OF FLORIDA HAS APPOINTED:

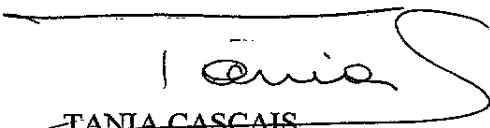
TANIA CASCAIS
AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THE STATE.

ACKNOWLEDGMENT:

HAVING BEEN NAMED BY THE FIRST BOARD OF DIRECTORS OF:
TOT XOXOLATA, U.S., INC.

TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT
THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THE
CAPACITY OF REGISTERED AGENT FOR SAID CORPORATION, AND AGREE TO
COMPLY WITH THE APPLICABLE PROVISION OF THE FLORIDA STATUTES.

THIS 20TH DAY OF MARCH, 2000


TANIA CASCAIS
Registered Agent

FILED
00 APR -7 PM 12:49
SECRETARY OF STATE
TALLAHASSEE FLORIDA