

# PO000040253

OFFICE USE ONLY (Document #)

## 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. BOMBA II, 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

RECEIVED  
 00 APR 21 AM 10:23  
 DEPARTMENT OF STATE  
 DIVISION OF CORPORATIONS  
 TALLAHASSEE, FLORIDA

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

FILED  
 00 APR 21 PM 2:39  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

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

900003218219-9  
 -04/21/00-01028-021  
 \*\*\*\*\*78.75 \*\*\*\*\*78.75

Examiner's Initials \_\_\_\_\_

ARTICLES OF INCORPORATION  
OF  
BOMBA II, INC.

FILED  
00 APR 21 PM 2:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to those Articles of Incorporation, each a natural person competent to contract, hereby associated themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is BOMBA II, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation may engage or transact in 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 IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of fifty cents par value common stock, which shall be designated "Common Shares."

ARTICLES V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 3971 S.W. 8<sup>th</sup> Street, Suite 305, Miami, Florida, 33134, and the name of the initial registered agent of this corporation at that address is Gabriel Diaz-Bergnes.

ARTICLE VII - INCORPORATOR

The name and address of the person signing these articles is:

GABRIEL DIAZ-BERGNNES, ESQ.  
3971 SW 8<sup>th</sup> Street, Suite 305  
Miami, FL 33137

and Gabriel Diaz-Bergnes, Esq., will assign all of the shares to Mario Arrue Gonzalez.

ARTICLES VIII - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the shareholders.

ARTICLE IX - CALLING OF SPECIAL MEETING

Special meetings of shareholders may be called by Certified Mail, Return-Receipt Requested giving five (5) days written notice.

ARTICLE X - SHAREHOLDERS MEETING REQUIRED

Any action of the shareholders of this corporation must be taken at a meeting of shareholders of this corporation, duly called as provided by law, except as provided for in Article XVIII.

ARTICLES XI - MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of, the shareholders of this corporation.

ARTICLE XII - POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE XIII - MEETINGS BY TELEPHONE CONFERENCE

Shareholders may participate in special meetings by means of telephone conference as provided by law.

ARTICLE XIV - ACTION BY SHAREHOLDERS WITHOUT A MEETING

The shareholders may take action by written consent, as provided by law.

ARTICLE XV - DIVIDENDS

Dividends may be paid to shareholders only out of the unreserved and unrestricted earned surplus of the corporation.

ARTICLE XVI - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to

the full extent permitted by law.

ARTICLE XVII - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon shareholders is subject to this reservation.

ARTICLE XVIII - NOTICE

Any notice required herein shall be by certified mail, return receipt requested, or hand delivered to the Stockholders at the following address:

MARIO ARRUE GONZALEZ  
9000 SW 24<sup>th</sup> Street, #211  
Miami, Florida 33165

ARTICLE XIX - INITIAL DIRECTORS AND OFFICERS

This corporation shall initially have at least two directors, their names and addresses are as follows:

MARIO ARRUE GONZALEZ  
as President and Director  
9000 SW 24<sup>th</sup> Street, #211  
Miami, Florida 33165

MARIO JOSE ARRUE LEON  
as Secretary and Treasurer  
9000 SW 24<sup>th</sup> Street, #211  
Miami, Florida 33165

ARTICLE XX - PRINCIPAL OFFICE ADDRESS

The initial address of the principal office of this corporation in the State of Florida is 9000 S.W. 24<sup>th</sup> Street, Miami, Florida, 33165. The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

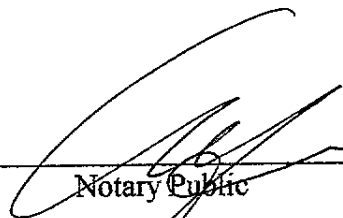
IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation on this 20<sup>th</sup> day of April, 2000.

  
GABRIEL DIAZ-BERGNES, ESQ.

STATE OF FLORIDA)  
COUNTY OF DADE)

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State and County set forth above, personally appeared GABRIEL DIAZ-BERGNES, ESQ., who is personally known to me, and who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed those Articles of Incorporation.

WITNESS my hand and seal in the County and State aforementioned on this 20<sup>th</sup> day of April, 2000.

  
\_\_\_\_\_  
Notary Public

My Commission Expires:

OFFICIAL NOTARY SEAL  
MARIO A LAMAR  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC877909  
MY COMMISSION EXP. OCT. 25, 2003

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT  
UPON WHOM PROCESS MAY BE SERVED

FILED  
00 APR 21 PM 2:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First, that GABRIEL DIAZ-BERGNES, ESQ., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Miami, State of Florida, has named himself, located at 3971 S.W. 8<sup>th</sup> Street, Ste. 305, Miami, Florida, 33134, as the agent to accept service of process within Florida.

  
\_\_\_\_\_  
GABRIEL DIAZ-BERGNES, ESQ.

Date: April 20, 2000

Having been named to accept service of process for the above state corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

  
\_\_\_\_\_  
GABRIEL DIAZ-BERGNES  
Resident Agent

Date: April 20, 2000