

PO0000042162

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

100003221181--4  
-04/24/00-01142-009  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

SUBJECT: MIRAMAR Advertising Group Inc.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☒ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate of Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

ADDITIONAL COPY REQUIRED

FROM: Ramon L. del Valle  
Name (Printed or typed)

520 Brickell Key Dr. Ste 0-208  
Address

Miami, FL 33131  
City, State & Zip

305-371-8900  
Daytime Telephone number

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

00 APR 24 AM 8:00

FILED

NOTE: Please provide the original and one copy of the articles.

T BROWN APR 27 2000

**ARTICLES OF INCORPORATION**  
**OF**  
**MIRAMAR ADVERTISING GROUP, INC.**

**FILED**  
00 APR 24 AM 8:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a Corporation for profit under the laws of the State of Florida, hereby adopts the following Articles of Incorporation.

**Article I**

**NAME**

The name of the Corporation is "MIRAMAR ADVERTISING GROUP, INC." and the principal address shall be:

520 Brickell Key Dr. -Ste. 208, Miami, Florida 33131.

**Article II**

**DURATION**

The Corporation shall exist perpetually; corporate existence shall commence upon filing by the Department of State.

**Article III**

**NATURE OF BUSINESS**

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

**Article IV**

**CAPITAL STOCK**

Authorized Capital: The maximum number of shares of stock which this Corporation is authorized to have outstanding at any one time in ONE HUNDRED (100) shares of stock with one dollar (1.00) par value. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

Preemptive Rights: Shareholders shall have no preemptive rights.

Cumulative Voting: Cumulative voting shall not be permitted.

**Article V**

**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is:

520 Brickell Key Dr. Ste. 208, Miami, Fl. 33131

And the name of the initial registered agent of this corporation at that address is: RAMON L. DEL VALLE.

Article VI

**DIRECTOR / OFFICERS**

This Corporation shall have one (1) Director.

The name and street address of the Director and Officers are:

<u>Name</u>	<u>Address</u>
RAMON L. DEL VALLE Director / President	1645 Tigertail Coconut Grove, Miami, FL 33133
RONALD RAMOS Vice-President	800 Claughton Island Dr. # 2204 Miami, FL 33131
LAURA ZAYAS Secretary	1645 Tigertail Coconut Grove, Miami, FL 33133

Article VII

**BYLAWS**

The Director shall adopt the initial bylaws of this Corporation. Bylaws shall be adopted, altered, amended or repealed time to time by either the shareholders of the Board of Directors, but the Board of Directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by Director.

Article VIII

**INCORPORATOR**

RAMON L. DEL VALLE  
1645 Tigertail, Coconut Grove  
Miami, Florida 33133

Article IX

**AMENDMENT**

This Corporation reserves the right to amend or repeal any provision contained in these Article of Incorporation any right conferred upon the shareholders is subject this reservation.

IN WITNESS WHEREOF, The incorporation has executed these articles this 19<sup>th</sup> day of April 2000.

  
\_\_\_\_\_  
RAMON L. DEL VALLE

**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT / REGISTERED OFFICE**

**FILED**  
00 APR 24 AM 8:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, The undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office / registered agent, in the State of Florida.

1. The name of the corporation is: MIRAMAR ADVERTISING GROUP, INC.
2. The name and address of the registered agent and office is:  
RAMON L. DEL VALLE  
520 Brickell Key Dr. Ste. 208  
Miami, FL 33131

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGEISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I, FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITIONS AS REGISTERED AGENT.

Signature: \_\_\_\_\_

  
RAMON L. DEL VALLE

April 19, 2000.