

TRANSMITTAL LETTER

P00000054673

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

SUBJECT:

SITE PURVEYOR'S INC.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

700003270677--5
-05/30/00--01116--006
*****87.50 *****87.50

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:

VIVIAN FERNANDEZ

Name (Printed or typed)

5850 SW 52 Terrace

Address

MIAMI, FL. 33155

City, State & Zip

305 668 2528

Daytime Telephone number

FILED
00 MAY 30 AM 10:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

CB
6-7-00

ARTICLES OF INCORPORATION FOR SITE PURVEYOR'S, INC.

ARTICLE I

The name of this corporation is Site Purveyor's, Inc.

ARTICLE II

The principal place of business and mailing address of the corporation is as follows:

5850 Southwest 52 Terrace
Miami, Florida 33155

ARTICLE III

The corporation shall have perpetual existence except under the conditions of Article XII.

Section 3.01. Purpose: the purpose for which this corporation is organized are as follows:

a. To engage in the transaction of any and all business permitted under the laws of the State of Florida and of the United States.

B. To do everything necessary, proper, advisable or convenient for the accomplishment of the foregoing purposes, and to do all things incidental to them or connected with them that are not forbidden by law or these Articles of Incorporation.

Section. 3.02: Powers: The corporation, subject to any specifics written limitations or restrictions imposed by the Corporate Laws of the State of Florida or by these Articles of Incorporation, shall have and exercise the following powers:

A. To have and to exercise all the powers specified under the Florida General Corporation Act.

B. To purchase, transfer, sell convey, acquire, own, operate, exchange, lease, improve, develop, mortgage, manage & otherwise deal in interests in real and personal property of any nature or kind.

C. To carry out all or part of the purpose stated herein as principal, agent or otherwise, either alone or in association with any other persons, firms, associations, or corporations or to such extent as a corporation organized under the laws of the State of Florida may or hereafter lawfully do, as a member of, or as the owner or holder of any stock of, or shares or securities or interests in, any general or limited partnership, association, corporation, trust or other firm or entity; and to a like extent in connection therewith, to make, enter into and perform contracts or deeds with any person, firm association or corporation or any government or subdivisions, agency or instrumentality thereof.

D. To make any guaranty respecting stocks, dividends, securities, indebtedness, interest, contracts or other obligations created by any domestic or foreign corporation, association, partnership, individual or other entity.

E. Each of the foregoing clauses of this section shall be construed as independent powers, and

FILED
00 MAY 30 AM 10:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

the matters expressed in each clause shall not, unless otherwise expressly provided, be limited by reference to, or interference from, the terms of any other clause. The enumeration of specific powers shall not be construed as limiting or restricting in any manner either the meaning of general terms used in any of these clauses or the scope of the general powers of the Corporation created by them; nor shall the expression of one thing in any of these clauses be deemed to excluded another not expressed, although it be of a like nature.

Section 3.03 Conducting Business in Other Jurisdictions: The Corporation may conduct business and otherwise carry on its purposes and exercise its powers in any state, territory, district or possession of the United States, or in any foreign country, to the extent that these purposes and powers are not forbidden by law of the state, territory, district or possession of the United States, or by the foreign country; and it may limit the purpose or purposes that it proposes to carry out or the power it proposes to exercise in any application to do business in any state, territory, district or possession of the United States or foreign country.

Section 3.04: Carrying Out Purposes and Powers: The Board of Directors, subject to any specific written limitation or restriction imposed by the Corporation laws of the State of Florida or by these Articles of Incorporation, shall direct the carrying out of the purposes and exercise the powers of the Corporation without previous authorization or subsequent approval of the shareholders of the Corporation.

ARTICLE IV - Capital Stock

Section 4.01. Number of Authorized Shares. The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 1000 shares of common stock at a value of no dollars and 10 cents (\$0.10) per share. The original stockholders of this corporation are as follows:

Vivian M. Fernandez of 5850 Southwest 52 Terrace, Miami, Florida 33155 shall own five-hundred-ten (510) shares of stock.

Leo Garcia of 5850 Southwest 52 Terrace, Miami, Florida 33155 shall own four hundred-ninety (490) shares of stock.

Section 4.02. Consideration for Stock. Authorized capital stock may be paid for in cash, service or property at a just value to be fixed by the Board of Directors at any regular or special meeting.

Section 4.03 Dividends. The holders of the capital stock of the Corporation shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, property or shares of capital stock.

Section 4.04. Sales of Shares of Stock. The sale of stocks must be approved by a majority of the stockholders and they shall have the right to refuse the sale of any shares of stock.

ARTICLE V

Section 5.01. The officers of the corporation shall be as follows:

President and Secretary: Vivian M. Fernandez of 5850 Southwest 52 Terrace, Miami, Florida 33155

Vice-President and Treasurer: Leo Garcia of 5850 Southwest 52 Terrace, Miami, Florida 33155

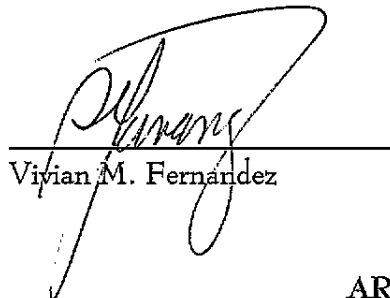
To be appointed an Officer requires the affirmative vote of the majority of the issued and outstanding shares of capital stock.

ARTICLE VI - Registered Office and Agent

Section 6.01 Registered Office: The address of the initial registered office of the Corporation shall be 5850 Southwest 52 Terrace, Miami, Florida 33155.

Section 6.02 Registered Agent: This corporation has named Vivian M. Fernandez as its registered agent, to be at the address of the registered office of this corporation, to accept service of process and to otherwise comply with all provisions of said act and all laws pertaining thereto.

Acknowledgment: I, Vivian M. Fernandez having been named as registered agent and to accept service of process for Site Purveyor's, Inc. , I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties , and I am familiar with and accept the obligation of my position as registered agent.


Vivian M. Fernandez

ARTICLE VII - Fundamental Changes

The affirmative vote or written consent of the holders of the majority of the issued and outstanding shares of capital stock shall be necessary for the following corporate action:

FILED
00 MAY 30 AM 10:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

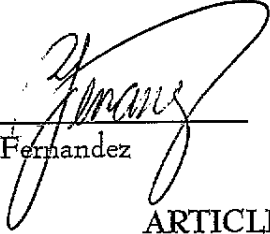
- a. Merger or consolidation of the corporation
- b. Reduction or increase of the shared capital of the corporation
- c. Sale of a major portion of the property or assets of the corporation.

The affirmative vote of the majority of the issued and outstanding shares of capital stock shall be necessary for the dissolution or liquidation of the corporation.

ARTICLE VIII - Incorporators

The incorporator of Site Purveyor's Inc. shall be Vivian M. Fernandez of 5850 Southwest 52 Terrace, Miami, Florida 33155.

I, Vivian M. Fernandez accept the designation as incorporator for Site Purveyor's, Inc.


Vivian M. Fernandez

ARTICLE IX - Directors

This corporation shall have one Director initially: Vivian M. Fernandez, of 5850 SW 52 Terrace, Miami, Florida 33155. The person named shall hold office for the first year of existence of this corporation or until her successors are elected or appointed and have qualified, whichever occurs first. The number of Directors may be increased only with the affirmative vote of the majority of the issued and outstanding shares of capital stock, but shall never be less than one. The Directors need not be residents of the State of Florida or shareholders of the corporation.

ARTICLE X - Indemnification

This corporation shall have the authority acting through its Board of Directors, to advance expenses to or to indemnify any officer, employee agent or Director to the full extent permitted by law when said person has incurred expenses or liabilities, in the sole discretion of the Board of Directors for the benefit or on behalf of the Corporation.

ARTICLE XI - Amendment

This Corporation reserves the right to amend any provision of these Articles of Incorporation in the manner provided by law. Any rights conferred upon shareholders shall be subject to this reservation. Any change to these articles must be approved by the majority of the issued and outstanding shares of capital stock.


ARTICLE X11- Liquidation and Dissolution of Corporation

The Corporation shall be liquidated and dissolved if the majority of the issued and outstanding shares of capital stock votes in the affirmative to liquidate and dissolve this corporation.

ARTICLE XIII - Contracts and Agreements

All contracts and agreements of this corporation shall require the approval of the majority of the issued and outstanding shares of capital stock.


In Witness Whereof, the undersigned has executed, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 23 day of May, 2000.



Vivian M. Fernandez
Incorporator

STATE OF FLORIDA)
COUNTY OF DADE)

BEFORE ME, a Notary Public, personally appeared Vivian M. Fernandez, the Incorporator herein, who executed the foregoing Articles of Incorporation and stated on oath that the contents are true and correct, this 23 day of May, 2000.



NOTARY SIGNATURE

MY COMMISSION EXPIRES
ON: NAOMI F FUENTES
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC841410
MY COMMISSION EXP. JUNE 23, 2003