

PO0000057702

Requester's Name

Conrado Gil jr.  
15681 Dover Ct.  
Davie, Florida 33331.

City/State/Zip

Phone #

Office Use Only

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

600003269416--2  
-05/26/00--01118--013  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

1. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)

2. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)

3. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)

4. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)

- Walk in
- Pick up time \_\_\_\_\_
- Mail out
- Will wait
- Photocopy
- Certified copy
- Certificate of Status

00 JUN 14 PM 4:4  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA  
FILED

NEW FILINGS

AMENDMENTS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

REGISTRATION/QUALIFICATION

- Annual Report
- Fictitious Name

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

~~11/2/18~~

T BROWN JUN 14 2000  
Examiner's Initials

Conrado Gil, Jr.  
15681 Dover Court  
Davie, Florida 33331  
Tel. (954) 252-8791  
1 2 3 VEND CO.  
Ref. Number: W00000014318

June 11, 2000


The Honorable Katherine Harris  
Secretary of State  
State Capitol  
Attn: Teresa Brown  
Corporate Specialist

Dear Ms. Secretary:

This is in response to your letter number: 600A00031837. Attached you will find a copy of your letter as well as the original and a copy of the corrected incorporation documents for 1 2 3 VEND CO. .You will find the principle office address in article 2 and the Acceptance of responsibilities of registered agent under " I the undersigned" .

Thank you for your assistance in this matter. If you have any questions please feel free to call me at 954-252-8791.

Sincerely yours,



Conrado Gil, Jr.

enclosures



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

June 6, 2000

CONRADO GIL JR.  
15681 DOVER CT.  
DAVIE, FL 33331

SUBJECT: 1 2 3 VEND CO.  
Ref. Number: W00000014318

We have received your document for 1 2 3 VEND CO. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

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

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

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: 600A00031837

CERTIFICATE OF INCORPORATION  
OF  
**1 2 3 VEND CO.**

**FILED**  
00 JUN 14 PM 4:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. **Name.**

The name of the Corporation is **1 2 3 VEND CO.**

2. **Principal Office and Registered Agent.**

Principal Office in the State of **Florida** is **15681 Dover Ct.**, in the City of **Davie**, County of **Broward**. The name of its registered agent at such address is **Conrado Gil jr.**

3. **Purposes.**

The nature of the business or purposes to be conducted or promoted is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of **Florida**.

4. **Capital Stock**

The total number of shares of capital stock that the Corporation shall have authority to issue is **One Hundred Shares**, all of which are to be common stock with **One Dollar Par Value**.

5. **Incorporator.**

The name and mailing address of the incorporator is: **Conrado Gil jr.**  
**15681 Dover Ct.**  
**Davie, Florida 33331.**

6. **Existence.**

The Corporation is to have perpetual existence.

7. **Liability of Stockholders.**

The private property of the stockholders shall not be subject to the payment of corporate debts.

8. **Management.**

Subject to the provisions of the laws of the State of **Florida**, the following provisions are adopted for the management of the business and for the conduct of the affairs of the Corporation, and for defining, limiting and regulating the powers of the Corporation, the directors and the stockholders:

- (a) The books of the Corporation may be kept outside of the State of **Florida** at such place or places as may from time to time be designated by the Board of Directors.
- (b) The business of the Corporation shall be managed by its Board of Directors; and the Board of Directors shall have power to exercise all the powers of the Corporation, including (but without limiting the generality hereof) the power to create mortgages upon the whole or any part of the property of the Corporation, real or personal, without any action of or by the stockholders, except as otherwise provided by statute or by the Bylaws.
- (c) An increase in the number of directors shall be deemed to create a vacancy or vacancies

in the Board of Directors, to be filled in the manner provided in the Bylaws. Any director or any officer elected or appointed by the stockholders or by the Board of Directors may be removed at any time, in such manner as shall be provided in the Bylaws.

(d) The Board of Directors shall have power to make and alter Bylaws, subject to such restrictions upon the exercise of such power as may be imposed by the stockholders in any bylaws adopted by them from time to time.

(e) The Board of Directors shall have the power, in its discretion, to fix, determine and vary, from time to time, the amount to be retained as surplus and the amount or amounts to be set apart out of any of the funds of the Corporation available for dividends as working capital or a reserve or reserves for any proper purpose, and to abolish any such reserve in the manner in which it was created.

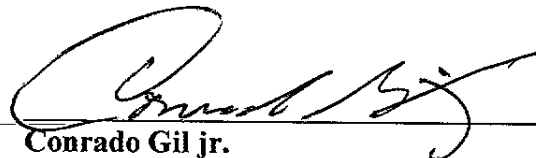
(f) The Board of Directors shall have the power, in its discretion, from time to time, to determine whether and to what extent and at what times and places and under what conditions and regulations the books and accounts of the Corporation, or any of them, other than the stock ledger, shall be open to the inspection of stockholders; and no stockholder shall have any right to inspect any account or book or document of the Corporation, except as conferred by law or authorized by resolution of the directors or of the stockholders.

(g) Upon any sale, exchange or other disposal of the property and/or assets of the Corporation, payment therefor may be made either to the Corporation or directly to the stockholders in proportion to their interests, upon the surrender of their respective stock certificates, or otherwise, as the Board of Directors may determine.

(h) In case the Corporation shall enter into any contract or transact any business with one or more of its directors, or with any firm of which any director is a member, or with any corporation or association of which any director is a stockholder, director or officer, such contract or transaction shall not be invalidated or in any way affected by the fact that such director has or may have an interest therein which is or might be adverse to the interests of the Corporation, even though the vote of such director might have been necessary to obligate the Corporation upon such contract or transaction; provided, that the fact of such interest shall have been disclosed to the other directors or the stockholders of the Corporation, as the case may be, acting upon or with reference to such contract or transaction.

(i) The Corporation reserves the right to amend, alter, change, add to or repeal any provision contained in this Certificate of Incorporation in the manner now or hereafter prescribed by statute; and all rights herein conferred are granted subject to this reservation.

I, THE UNDERSIGNED, (hereby am familiar with and accept the duties and the responsibilities as registered agent) the incorporator hereinbefore named, for the purpose of forming a corporation pursuant to the General Corporation Law of the State of Florida, do make this Certificate, hereby declaring and certifying that this is my act and deed and the facts herein stated are true, and accordingly have hereunto set my hand this 24th day of May, 2000.



Conrado Gil jr.  
Incorporator/Registered Agent

State of Florida )  
 ) SS  
County of Broward )

BE IT REMEMBERED that on this May 24-00 personally came before me, a Notary Public for the State of Florida, **Conrado Gil jr.**, to me personally known to be the same person who executed the foregoing Certificate, and acknowledged that said person signed as the person's free act and deed the foregoing document and declared that the statements therein contained are true to the person's best knowledge and belief.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year above written.



My commission expires  
FL, D.L. G400 100 63 419-0

Maritza Gonzalez  
Notary Public