

P00000059338

Florida Department of State  
Division of Corporations  
Public Access System  
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H00000032434 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations  
Fax Number : (850) 922-4001

From: Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 541-3694  
Fax Number : (305) 541-3770

FILED  
00 JUN 19 PM 3:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

Florida valley corporation

Certificate of Status	1
Certified Copy	1
Page Count	06
Estimated Charge	\$87.50



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

June 16, 2000

EMPIRE

SUBJECT: VALLEY CORPORATION  
REF: W00000015447

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

THE CONFLICT IS VALLEYS, INC. DOC #P9700044528.

If you have any further questions concerning your document, please call (850) 487-6067.

Neysa Culligan  
Document Specialist

FAX Aud. #: H00000032434  
Letter Number: 100A00034582

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

H000 00032434

**ARTICLES OF INCORPORATION  
OF  
FLORIDA VALLEY CORPORATION**

The undersigned, **LINDA M. KAPLAN, Esq.** acknowledges and files in the Office of the Secretary of State of the State of Florida, for the purpose of forming a corporation for profit, in accordance with the laws of the State of Florida, these Articles of Incorporation, as by law provided.

I.

**NAME:**

The name of this Corporation shall be:

**FLORIDA VALLEY CORPORATION**

FILED  
00 JUN 19 PM 3:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**BUSINESS:**

The general nature of the business and business to be transacted are as follows:

To transact any and all lawful business for which corporations may be incorporated under the laws of the State of Florida of the United States.

Prepared by:  
**LINDA M. KAPLAN, ESQ - FLA. BAR 3223565**  
9300 S. Dadeland Blvd., Suite # 406  
Miami, FL 33156  
TEL.: (305) 670-7665 - FAX (305) 670-7668

H000 00032434

1

H000 00032434

Without in any way limiting any of the objects and powers of the Corporation, it is expressly declared and provided that the Corporation, to carry on its business, or for the purpose of accomplishing any of the objects hereinabove mentioned, shall have the power to make and perform contracts of any kind and description, to do any and all other acts and things, and to exercise any and all other powers, either as principal, agent or broker, conferred by the laws of the State of Florida upon corporations formed under the laws of said State, and which now or hereafter may be authorized by law.

III.

**SHARES:**

The authorized capital stock of this Corporation shall consist of 150,000 shares of common stock, at \$ 1.00 par value per share.

IV.

**EXISTENCE:**

The corporation shall have perpetual existence.

V.

**PRINCIPAL OFFICE AND REGISTERED AGENT:**

The street address of the Corporation initial principal office is : 600 Brickell Ave., Suite 301-D, Miami, FL. 33131.

The initial registered agent for the Corporation is: Luis Hernando Franco Murgueitio, 600 Brickell Ave., Suite 301-D, Miami, FL. 33131

H000 00032434

H000 00032434

VI.

**DIRECTORS:**

The Corporation shall have not less than one Director, as provided by the By-Laws. Directors shall hold office for one year, or until their successors have been duly elected and qualified. The initial directors are:

(Name)	(Address)
Harold Carvajal, President	600 Brickell Ave., Suite 301-D Miami, FL. 33131
Amparo Fernandez, Treasurer/Secretary	600 Brickell Ave., Suite 301-D Miami, FL. 33131

VII.

**INCORPORATOR:**

The name and address of the initial incorporator of the Corporation is as follows:

(Name)	(Address)
Linda M. Kaplan	9300 S. Dadeland Blvd., Suite 406 Miami, FL. 33156

VIII.

**GENERAL PROVISIONS:**

(a) The private property of the stockholders shall not be subject to the payment of any corporate debts to any extent whatsoever.

H000 00032434


H000 00032434

(b) Subject to the provisions and conditions of this Article, the Corporation shall have full power and lawful authority to accept property, labor and services in payment for shares of its Capital stock in lieu of cash, at a just valuation to be fixed by its Board of Directors.

(c) A director of the Corporation may transact business, borrow, lend, or otherwise deal or contract with the Corporation to the full extent and subject only to limitations and provisions of the laws of the State of Florida and the laws of the United States.

(d) The Corporation shall indemnify the incorporator, each director and officer of the Corporation against all or any portion of any expenses reasonably incurred by him/her in connection with or arising out of any action, suit or proceeding in which he may be involved, by reason of his being or having been the incorporator an officer or director of the Corporation (whether or not he continues to be an officer or director at the time of incurring such expenses), to the full extent permitted by and subject only to the limitations and provisions of the laws of the State of Florida and laws of the United States.

SUBSCRIBED at Miami, Florida, this 14 day of June, 2000.

  
Linda M. Kaplan

H000 00032434

H000 00032434

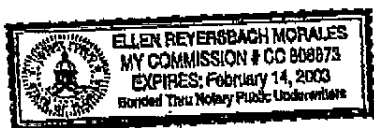
STATE OF FLORIDA )

COUNTY OF DADE )

The foregoing Articles of Incorporation were acknowledged before me this 13th day of June, 2000, by Linda M. Kaplan.

My Commission Expires:

*Ellen Reyesbach Morales*  
Notary Public, State of Florida at Large



**ACKNOWLEDGMENT**

Having been named to accept service of process for the above-stated Corporation at the place designated within the Certificate, the undersigned hereby accepts to act in this capacity and agrees to comply with the provisions of Chapter 48.091, Florida Statutes.

Luis Hernando Franco Murgueitio  
Registered Agent

Miami, Florida, 14 June, 2000

FILED  
00 JUN 19 PM 3:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

D:Corp.  
artinc/valley

H000 00032434