

PO00006/323

Raul A. Cossio

Attorney At Law

103301 Overseas Hwy.

Key Largo, Florida 33037

305 451-3300

Office Use Only

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

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

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

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

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

FILED  
2000 JUN 23 PM 2:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

☐ Walk in

☐ Pick up time \_\_\_\_\_

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

**NEW FILINGS**

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

**AMENDMENTS**

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

**OTHER FILINGS**

- ☐ Annual Report
- ☐ Fictitious Name

**REGISTRATION/QUALIFICATION**

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

100003294231--9  
-06/16/00--01063--016  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

BC 6/23

Examiner's Initials

FILED  
2000 JUN 23 PM 2:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
F. P. INC. OF MIAMI**

The undersigned, acting as incorporator(s) of a corporation under the Florida General Corporation Act, adopt the following articles of incorporation for such corporation:

**ARTICLE I**

The name of the corporation is F. P. Inc. of Miami.

**ARTICLE II**

The period of its duration is perpetual.

**ARTICLE III**

The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

**ARTICLE IV**

The corporation shall have authority to issue 100 shares all of one class, \$1.00 par value.

**ARTICLE V**

The address of the principal office and mailing address of the corporation is: 15720 S.W. 72nd Street PBM 131, Miami, Florida 33193.

**ARTICLE VI**

The address of its initial registered office is 14951 S.W. 150<sup>TH</sup> Street Miami, Florida 33196  
and the name of its initial registered agent at said address is: Jaime Benito

#### ARTICLE VII

The initial board of directors shall consist of one director(s), whose name(s) and address(es) are: Jaime A. Benito 15720 S.W. 72<sup>nd</sup> Street, Miami, Florida 33193.

#### ARTICLE VIII

The name(s) and address(es) of the incorporator is: Jaime A. Benito, 15720 S.W. 72<sup>nd</sup> Street, Miami, Florida 33193.

#### ARTICLE IX

Preemptive Rights shall be as follows:

1. Shareholders of the corporation shall have preemptive rights to acquire their pro rata share of stock of the corporation for all issues of any class of stock of the corporation, no matter when authorized, and for whatever consideration is contemplated to be received by the corporation, including but not limited to cash, other property, services, the acquisition of other corporations shares or property through merger or the extinguishment of debts. Preemptive rights shall apply to the reissuance of all redeemed or otherwise acquired shares, including the reissuance of treasury shares.

2. This article pertaining to preemptive rights may not be amended or deleted without the unanimous vote of the shareholders of each affected class.

3. No issue of stock of the corporation shall take place unless the price at which the stock is to be issued shall be unanimously approved by the shareholders of the corporation.

4. These preemptive rights shall apply to any corporate obligation which is convertible to or exchangeable for any stock of the corporation, or where there is attached to said obligation any stock warrants or rights which allow the holder to acquire by subscription or purchase any stock of the corporation.

ARTICLE X

These articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

Jaine A. Benito  
Incorporator

Dated: 6/8/2000.

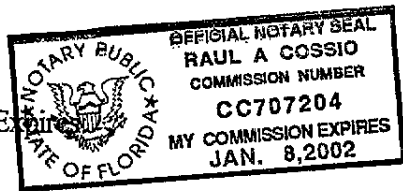
STATE OF FLORIDA

COUNTY OF MONROE

Before me, the undersigned authority, personally appeared Jaime A. Benito who is personally known to me or who has produced Driver's License as identification and is well known to be the persons described in and who subscribed the above article of incorporation, and they did freely and voluntarily acknowledge before me according to law that they made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, at Key Largo, in said County and State this 8 day of June, 2000.

My Commission Expires



  
NOTARY PUBLIC  
STATE OF FLORIDA

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

The following is submitted pursuant to and in compliance with Sections 48.091 and 706.034, Florida Statutes:

**F. P. INC. OF MIAMI**, desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at the County of Monroe, State of Florida, has named Jaime Benito County of Dade, State of Florida, as its agent to accept service of process with the State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

*Paimé A. Benito*  
Registered Agent

FILED  
2000 JUN 23 PM 2:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA