# BOND, SCHOENECK & KING, P.A.

Attorneys at Law

4001 Tamiami Trail North Suite 404 Naples, FL 34103-3555 Phone: 941-262-8000 Fax: 941-262-5386 www.bsk.com

Bonita Springs, FL

Bond, Schoeneck & King, LLP Albany, NY Buffalo, NY

Oswego, NY Saratoga Springs, NY Syracuse, NY Overland Park, KS POSSES 62127 ENNIS Project macroninda

June 22, 2000

## <u>CERTIFIED MAIL</u> RETURN RECEIPT REQUESTED

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

Re: Articles of Incorporation EcoAndes, Inc.

Dear Madam/Sir:

1000033054U1--5 -06/26/00--01156--001 \*\*\*\*\*70.00 \*\*\*\*\*\*70.00



We represent EcoAndes, Inc., a corporation to be formed under the laws of the State of Florida. Pursuant to the Florida Business Corporation Act, enclosed please find Articles of Incorporation. Please file the Articles of Incorporation. We have enclosed a check in the amount of \$70.00 payable to the "Department of State" to cover the applicable filing fees.

As soon as the document is filed, please forward a copy of the filed Articles of Incorporation and all other documentation confirming and relating to this filing to our office. A copy of the Articles of Incorporation are enclosed for your convenience.

We appreciate your assistance in this matter. If you have any questions, please feel free to contact our office.

Very truly yours,

BOND, SCHOENECK & KING, P.A.

Dennis P. Cronin

DPC/cls Enclosures

cc: Mr. Hugo Torres (w/enc.)

S. Thompson JUN 2 7 2000



# ARTICLES OF INCORPORATION

# **OF**

# ECOANDES, INC.

# 26 PH 2: 19

## Article 1. Name

The name of the Corporation is:

EcoAndes, Inc.

#### Article 2. Duration

The duration of the Corporation is perpetual.

#### Article 3. Purposes

The general purposes for which the Corporation is organized are the following:

- A. To import and export ceramics and tools.
- B. To engage in and transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act.
- C. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

### Article 4. Principal Office and Mailing Address

The principal place of business of the Corporation is at 1180 Moon Lake Drive, Naples, Florida 34104-6605. The mailing address of the Corporation is 1180 Moon Lake Drive, Naples, Florida 34104-6605.

## Article 5. Initial Registered Office and Agent

The initial registered office of the Corporation is at Bond, Schoeneck & King, P.A., 4001 Tamiami Trail North, Suite 404, Naples, Florida 34103. The name of the initial registered agent at that address is William L. Owens, Esq.

#### Article 6. Authorized Shares

The aggregate number of shares which the Corporation is authorized to issue is Ten Thousand (10,000) shares of voting common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

#### Article 7. Incorporator

The name and address of the sole Incorporator is:

Dennis P. Cronin

Bond, Schoeneck & King, P.A. 4001 Tamiami Trail North, Suite 404 Naples, Florida 34103

#### Article 8. Initial Board of Directors

The initial Board of Directors shall consist of two (2) member. The name and address of the initial Directors, Chairman and Vice Chairman of the Board of the Corporation is:

Hugo Torres

1180 Moon Lake Drive

Naples, Florida 34104-6605

Mireya Torres

1180 Moon Lake Drive Naples, Florida 34104-6605

#### Article 9. Commencement of Existence

The Corporation's existence shall commence upon the filing of these Articles of Incorporation with the Florida Department of State.

#### Article 10. Amendment

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation. IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 22 day of June , 2000 Dennis P. Cronin Sole Incorporator STATE OF FLORIDA COUNTY OF COLLIER The foregoing instrument was acknowledged before me this 22 day of , 2000 by Dennis P. Cronin , W who is personally known to me (or \( \subseteq \) who produced as identification) and who acknowledged to and before me that he executed the instrument for the purposes therein expressed. CINDY L. S. ... LLWOOD My Comm Exp. 6/05/2001 Bonded By Service Ins Notary Public No. CC653286 Personally Known [] Other ! D. My Commission Expires: ACCEPTANCE BY REGISTERED AGENT The undersigned hereby accepts the appointment as Registered Agent of EcoAndes, \_\_\_\_\_, Inc., which is contained in the foregoing Articles of Incorporation. I am familiar with, and accept, the obligations of my position as registered agent.

> William L. Owens Registered Agent

Dated this 22nd day of June