

SEP. -13' 00 (WED) 15:22 BILZIN, SUMBERG, ET. AL

TEL: 305-374-7593

P. 001

Division of Corporations

http://ccfssl.dos.state.fl.us/scripts/efilcovr.exe

P000000086953

## 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.

((H00000048519 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 : BILZIN, SUMBERG DUNN PRICE & AXELROD LLP

Account Number : 075350000132

Phone : (305) 374-7580

Fax Number : (305) 350-2446

FILED  
00 SEP 13 PM 4:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FLORIDA PROFIT CORPORATION OR P.A.**

**SANDEL, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$78.75

Electronic Filing Menu

Corporate Filing

Public Access Help

Fax Audit No. H00-48519

**ARTICLES OF INCORPORATION  
OF  
SANDEL, INC.**

**ARTICLE I -- NAME**

The name of this corporation is Sandel, Inc.

**ARTICLE II -- PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of this corporation are:

2500 N.W. 74th Avenue  
Miami, Florida 33011.

**ARTICLE III -- PURPOSE**

This corporation is organized for the purpose of transacting any or all lawful business.

**ARTICLE IV -- CAPITAL STOCK**

The aggregate number of shares which this corporation shall have authority to issue is Ten Thousand (10,000) shares of common stock, all of which are to have a par value of \$.001.

**ARTICLE V -- INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is:

2500 N.W. 74th Avenue  
Miami, Florida 33011;

and the name and address of the initial registered agent of this corporation are:

Jose Antonio Delgado  
2500 N.W. 74th Avenue  
Miami, Florida 33011.

FILED  
00 SEP 13 PM 4:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Fax Audit No. H00-48519

**ARTICLE VI -- COMMENCEMENT**

This corporation shall commence on the date on which these Articles of Incorporation are filed with the Secretary of State of Florida.

**ARTICLE VII -- INITIAL BOARD OF DIRECTORS**

The initial Board of Directors of this corporation shall be comprised of two (2) persons. The number of directors may be either increased or decreased from time to time as provided for in the By-laws of this corporation, but shall never be fewer than one (1). The names and addresses of the initial directors of this corporation are:

<u>Name</u>	<u>Address</u>
Jose Antonio Delgado	2500 N.W. 74th Avenue Miami, Florida 33011
Silvio Sanso	2500 N.W. 74th Avenue Miami, Florida 33011.

**ARTICLE VIII -- INCORPORATOR**

The name and address of the person signing these Articles of Incorporation as incorporator are:

<u>Name</u>	<u>Address</u>
Josc Antonio Delgado	2500 N.W. 74th Avenue Miami, Florida 33011.

**ARTICLE IX -- BY-LAWS**

The power to alter, amend or repeal the By-laws of this corporation shall be vested in each of the Board of Directors and the shareholders of this corporation. The shareholders of this corporation may amend or adopt a by-law that fixes a greater quorum or voting requirement for shareholders (or voting groups of shareholders) than is required by law.

Fax Audit No. H00-48519


**ARTICLE X – INDEMNIFICATION**

This corporation shall indemnify any officer, director or incorporator, or any former officer, director or incorporator, of this corporation to the fullest extent permitted by law.

**ARTICLE XI – AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation as incorporator thereof and in acceptance of his appointment as registered agent therein as of the 13th day of September, 2000.

  
\_\_\_\_\_  
Jose Antonio Delgado, Incorporator and  
Registered Agent

FILED  
00 SEP 13 PM 4:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA