

Charter Number Only

Perce Perce
1105 Southwest 87 Ave
Miami FL 33174
(305) 266-6799

VALIDATION ONLY

Requestor's Name
Address
City State ZIP Phone
(305) 266-6799

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*****78.75 *****78.75

CORPORATION(S) NAME

Marble & Tile Advertising Co

RECEIVED

00 OCT 19 AM 9:10

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

00 OCT 19 AM 9:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Empire Toll Free: 1-800-432-3028

- ☒ Profit
☐ NonProfit
☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☒ Certified Copy
☐ Call When Ready
☐ Walk In
- ☐ Amendment
☐ Dissolution
☐ Annual Report
☐ Reservation
☐ Photo Copies
☐ Call If Problem
☐ Will Wait
- ☐ Merger
☐ Mark
☐ Other
☐ Change of Registered Agent
☐ Certificate Under Seal
☐ After 4:30
☐ Mail Out
- ☒ Pick Up

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

10/19

Cert Copy

Law Offices of
Perez & Perez

**Galloway Professional Center
1105 Southwest 87th Avenue
Miami, Florida 33174**

**Telephone
(305) 266-6799
Facsimile
(305) 266-6707**

October 17, 2000

Empire Corporate Kit
1492 W. Flagler St.
Miami, FL 33135
Re: File Articles of Incorporation
Marble & Tile Advertising Co.

Via Courier

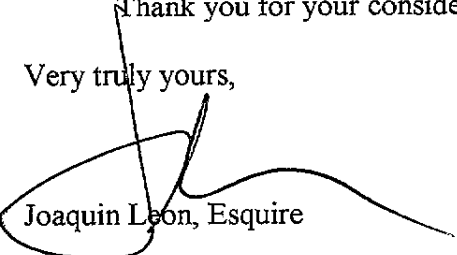
Dear Sir or Madam:

Enclosed find original and two copies of the above subject Articles. Also enclosed find two checks for your fees in filing and providing me a corporate kit and for the filing fee of the Secretary of State.

Please delivered the corporate kit together with a copy of the file Articles to the undersigned as soon as possible.

Thank you for your consideration and attention to this request.

Very truly yours,



Joaquin Leon, Esquire

JL:mc

cc: Ricardo Cajigas, President

ARTICLES OF INCORPORATION**ARTICLE ONE**
MARBLE & TILE ADVERTISING CO.

The name and address of this Corporation is: .

MARBLE & TILE ADVERTISING CO.
3325 NW 79th Avenue
Miami, FL 33122

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TALLAHASSEE FLORIDA

ARTICLE TWO
NATURE OF BUSINESS

This corporation will engage in the advertising and marketing of floor covering materials and related products and equipment. In addition, this corporation may engage in any activity or business permitted under the laws of the United States of America and the laws of the State of Florida.

ARTICLE THREE
DURATION

This corporation shall have perpetual existence unless sooner dissolved in accordance with the laws of the State of Florida. The date on which corporation existence shall begin is upon filing with the Secretary of State for the State of Florida.

ARTICLE FOUR
CAPITAL STOCK

This corporation is authorized to issue shares of stock as follows:

- A. Designation. The stock of this corporation shall be known as Common Stock.
- B. Authorized. The maximum number of shares of Common Stock that this corporation may issue is: 1000 shares.
- C. Par Value. Each share of Common Stock shall have the par value of \$0.10.
- D. Consideration. Shares of Common Stock may be issued in exchange for cash, real property, labor or services rendered, or any combination of the foregoing. In the absence of fraud in the transaction, the judgment of the Board of Directors as to the value of any such consideration shall be conclusive.
- E. Non-Assessability. Each share of Common Stock shall be issued in exchange for consideration which is at least equal to the par value thereof, and shall be fully paid and non-assessable.
- F. Voting Rights. Each share of Common Stock shall entitle the record holder thereof to one vote upon each proposal presented at meetings of the stockholders of the corporation.
- G. Dividends. Record holders of Common Stock are entitled to receive their pro-rata share of any

dividends that may be declared by the Board of Directors out of assets legally available for such purpose.

H. Liquidation Rights. Holders of Common Stock are entitled, in the event of the liquidation or dissolution of this corporation, to receive their pro-rata share of any assets of this corporation remaining after payment of all corporate debts and obligations.

ARTICLE FIVE

INITIAL PRINCIPAL REGISTERED OFFICE AND AGENT

The Street Address of the Initial Principal Registered Office of this corporation is: 3325 NW 79th Avenue Miami, FL 33122, and the name of the Initial Registered Agent of this corporation at that address is:
Ricardo Cajigas

ARTICLE SIX

INITIAL BOARD OF DIRECTORS

This corporation shall have initially one Director. The number of Directors may be either increased or decreased from time to time by the bylaws but shall never be less than one. The name(s) and address(es) of the initial Director and Incorporator/Subscriber of this corporation is:

Ricardo Cajigas, 3325 NW 79th Avenue, Miami, FL 33122

ARTICLE SEVEN

BY-LAWS

The power to adopt, amend or repeal By-Laws shall be vested in the Board of Directors, and Shareholders who may designate certain articles which the Board of Directors may not change.

ARTICLE EIGHT

SHAREHOLDER QUORUM AND VOTING

A majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

If a quorum is present, the affirmative vote of **a majority** of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE NINE
SHAREHOLDERS MEETING REQUIRED

Any action of the shareholders of this corporation must be taken at a meeting of the shareholders of this corporation, duly called as provided by law.

ARTICLE TEN
COMPENSATION

The shareholders of this corporation shall have the exclusive right to fix the compensation of directors of this corporation.

ARTICLE ELEVEN
NO REMOVAL OF DIRECTORS

The shareholders of this corporation shall not be entitled to remove, without cause, any director from office during his term.

ARTICLE TWELVE
DIRECTOR QUORUM AND VOTING

A majority of the directors shall constitute a quorum for a meeting of directors.

If a quorum is present, the affirmative vote of a all of a majority of the directors present, or, if a director or directors have abstained from voting because of an interest in the matter to be voted upon, the affirmative vote of a majority of the Directors present and voting, shall be the act of the Board of Directors.

ARTICLE THIRTEEN
INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

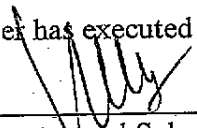
ARTICLE FOURTEEN
DIVIDENDS

Dividends may be paid to shareholders (only out of the unreserved and unrestricted earned surplus of the corporation). Dividends payable in shares of any class may be paid to the holders of shares of any other class.

ARTICLE FIFTEEN
AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation
this ____ day of October, 2000.

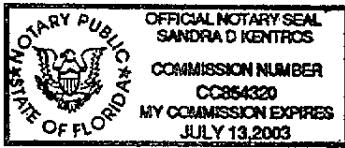


Incorporator and Subscriber
Ricardo Cajigas


STATE OF FLORIDA)
)SS:
COUNTY OF MIAMI-DADE)

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth
above, personally appeared Ricardo Cajigas, known to me and known by me to be the person who executed
the foregoing Articles of Incorporation, and who produced: Florida Driver's License, and who (did/did not)
take an oath, and he acknowledged before me that he executed those articles of incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and
county aforesaid, this ____ day of October, 2000.



MY COMMISSION EXPIRES:



NOTARY PUBLIC, State of Florida
at Large

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

Act: In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said

First – That *MARBLE & TILE ADVERTISING CO.*, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at Miami, County of Miami-Dade, State of Florida, has named **Ricardo Cajigas** located at 3325 NW 79th Avenue, Miami, FL 33122, City of Miami, County of Miami-Dade, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT: (Must be signed by Designated Agent) Having been named to accept service of process or the above stated corporation, at place designated in this certificate I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By: _____

Ricardo Cajigas
(Resident Agent)

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TALLAHASSEE FLORIDA