

P00000114195

Florida Department of State  
Division of Corporations  
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## To:

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## From:

Account Name : FAS-T CORP. AGENTS, INC.  
Account Number : 071001002335  
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## FLORIDA PROFIT CORPORATION OR P.A.

## UNDOSO ENTERPRISES INC.

Certificate of Status	0
Certified Copy	1
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FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

December 13, 2000

FAS-T

SUBJECT: UNDOSO ENTERPRISES INC.  
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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 document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

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Neysa Culligan  
Document Specialist

FAX Aud. #: H00000064673  
Letter Number: 500A00062710

# **Certificate of Incorporation**

of

## **Undoso Enterprises Inc.**

The undersigned subscribers to these **ARTICLES OF INCORPORATION** a natural persons competent to contract, form a corporation under the laws of the State of Florida.

### **Article One**

The name of this business corporation shall be:

**Undoso Enterprises Inc.**

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### **Article Two**

The general nature of business or businesses to be transacted will be: **Import, Export Retail & Distribution of clothing.**

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidence of indebtedness, execute mortgages, transfer of corporate property or other instrument to secure the payment of corporate property in indebtedness as required.

This corporation may engage in any activity or business permitted under the laws of the United States of America and laws of the State of Florida, including all of the above, but not limited to same.

### **Article Three**

#### **Terms of Existence**

This corporation shall have perpetual existence unless sooner dissolved in accordance with the laws of the State of Florida. The date on which corporate existence shall begin is: **UPON ACCEPTANCE BY THE SECRETARY OF STATE.**

## Article Four

### Capital Stock

- 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: ( 100 ) SHARES
- C. Par-Value: Each share of common stock shall have a par value of : TEN (\$10.00) DOLLARS.
- D. Considerations: Shares of common stocks may be issue in exchange for cash, real property, labor or services rendered, or any combination of the foregoing. In 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 issue 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 entitles 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-rate share of any dividends that may be declared by the board of Directors out of assets legally available for such purpose.
- H. Liquidation: 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

**Minimum Capital**

The amount of capital with which the corporation shall begin shall not be less than:  
**ONE THOUSAND AND 00/100 (\$1,000.00) DOLLARS**

Article Six

**Corporate Address**

The initial Post Office address of the principal office of this corporation in the State of Florida is: 1850 S.W. 8<sup>th</sup> Street Miami, Florida 33135

Article Seven

**Number of Directors**

This corporation shall have one Director initially, although the number of Directors may increase or diminish from time to time by the stockholders but shall never be less than one.

Article Eight

**First Board of Directors**

**PRESIDENT/DIRECTOR:** HERENA SANTOS

**VICE-PRESIDENT/SECRETARY** ROSAIVYS ALVAREZ

Article Nine

**Subscribers Address**

The address of the subscribers of these Articles of Incorporation are:

Herena Santos  
Rosaivys Alvarez  
13011 S.W. 11 Street Miami, Florida 33184

Article Ten

Amendment

This Certificate of Incorporation may be amended in any manner consistent with the laws of the State of Florida.

Article Eleven

Resident Agent

The Resident Agent of this corporation is:

Herena Santos  
13011 S.W. 11 Street  
Miami, Florida 33184

The Corporation may change its resident agent and principal office any time.

IN WITNESS WHEREOF, the undersigned subscriber does make, subscribe, acknowledge and file this Certificate for the purpose of forming a corporation for profit under the laws of the State of Florida.

DATE: December 8<sup>th</sup>, 2000

X  I ACCEPT DESIGNATION AS REGISTERED AGENT.  
Herena Santos

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