

Charter Number Only

1/501  
Blas & Frankel

Requestor's Name

1 SE 3' AVE.

Address

MIAMI, FL 33131

City

State

ZIP

Phone

(305) 377-9353

TELEPHONE ONLY

CORPORATION(S) NAME

800003529528--8

-01/09/01--01046--006

\*\*\*\*\*78.75 \*\*\*\*\*78.75

Primera 406 Corp.

☒ Profit  
☐ NonProfit

☐ Amendment

☐ Merger

☐ Foreign

☐ Dissolution

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of Registered Agent

☒ Certified Copy

☐ Photo Copies

☐ Certificate Under Seal

☐ Call When Ready

☐ Call If Problem

☐ After 4:30

☒ Walk In

☐ Will Wait

☒ Pick Up

☐ Mail Out

Name

Availability

Document

Examiner

Updater

Verifier

Acknowledgment

W.P. Verifier

Cert Copy

RECEIVED  
01 JAN - 9 AM 9:30  
DEPARTMENT OF STATE  
DIVISION OF CORPORATE AFFAIRS  
TALLAHASSEE, FL 32309

FILED  
01 JAN - 9 PM 1:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



Empire Toll Free: 1-800-432-3028

**ARTICLES OF INCORPORATION**

**OF**

**PRIMERA 406 CORP.**

**ARTICLE I.**

The name of this Corporation is:

**PRIMERA 406 CORP.**

**FILED**  
01 JAN -9 PM 1:14  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLE II.**

This Corporation shall exist in perpetuity commencing on the date of execution and acknowledgment of these Articles of Incorporation.

**ARTICLE III.**

The Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV.**

This Corporation is authorized to issue 1,000 shares of \$10.00 par value common stock which shall be designated as "Common Shares."

**ARTICLE V.**

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this Corporation the assets of the Corporation shall be payable to and distributed ratably among the holders of record of the Common Shares.

**ARTICLE VI.**  
**VOTING RIGHTS:**

Except as otherwise provided by Law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

ARTICLE VII.  
PREEMPTIVE RIGHTS:

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VIII.

The street address of the initial registered office of this Corporation is: 1040 N.W. 159th Drive, Miami, Florida 33169, and the name of the initial registered agent of this Corporation at that address is: **JOEL ASSERAF**, and the principal place of business is 1040 N.W. 159th Drive, Miami, Florida 33169.

ARTICLE IX.

This Corporation shall have one (1) Director initially. The number of Directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1). The names and addresses of the initial Director of this Corporation is:

**JOEL ASSERAF**  
1040 N.W. 159th Drive  
Miami, Florida 33169

ARTICLE X.


The name and address of the person or entity signing these Articles of Incorporation is:

**MELVIN F. FRANKEL**  
#2130 SunTrust International Center  
One Southeast Third Avenue  
Miami, Florida 33131

ARTICLE XI.  
AMENDMENT:

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

THE UNDERSIGNED SUBSCRIBER has executed these Articles of  
Incorporation this 5 day of January, 2001.



MELVIN F. FRANKEL

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

IN PURSUANCE OF CHAPTER 607.34, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED IN COMPLIANCE WITH SAID ACT:

FIRST THAT PRIMERA 406 CORP., DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL OFFICE, AS INDICATED IN THE ARTICLES OF INCORPORATION AT 1040 N.W. 159TH DRIVE, MIAMI, FLORIDA 33169, HAS NAMED JOEL ASSERAF LOCATED AT 1040 N.W. 159TH DRIVE, MIAMI, FLORIDA 33169, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

PRIMERA 406 CORP., a Florida corporation

BY: 

MELVIN R. FRANKEL, ORGANIZER

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF HIS DUTIES.

  
JOEL ASSERAF

Dated: January 5, 2001

**FILED**  
01 JAN -9 PM 1:14  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA