

P01000003292

FILED
01 JAN -5 PM 5:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

January 4, 2001

Secretary of State
Division of Corporation
P.O. Box 6327
Tallahassee, Florida 32301

Dear Secretary of State:

Enclosed find one original and a copy of the Articles of Incorporation plus an original and copy of an Acceptance by Registered Agent for Poblano, Inc.

Also find enclosed a check made payable to the Secretary of State in the amount of \$78.75 to cover the cost of the statutory filing fee, the certified copy and the Registered Agent's designation.

Respectfully,

Rachael I. Poblano
Rachael I. Poblano

Rachael I. Poblano
11637 Dahlia Drive
Royal Palm Beach FL 33411

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ARTICLES OF INCORPORATION

OF

Poblano, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby makes, subscribes, acknowledges and files these Articles of Incorporation for the purpose of forming a Corporation under the laws of the State of Florida.

ARTICLE 1 - NAME

The name of this corporation is Poblano, Inc.

ARTICLE 2 - DURATION

This corporation shall have perpetual existence.

ARTICLE 3 - PURPOSE

This corporation is organized for the purpose of engaging in the field of accounting under the laws of the United States or of the State, more specifically set out as follows:

1. To transact any lawful business for which Corporations may be incorporated under the Florida General Corporation Act or engage in any other trade or business which can, in the opinion of the Board of Directors of the Corporation, be advantageously carried on in connection with an auxiliary foregoing business.

2. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE 4 - CAPITAL STOCK

This corporation is authorized to issue one thousand (1000) shares of "no par value" common stock which shall be designated "Common Voting Stock".

ARTICLE 5 - PREEMPTIVE RIGHTS

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

ARTICLE 6 - INITIAL REGISTERED OFFICE and AGENT

The street address of the initial registered office of this corporation is 11637 Dahlia Drive, Royal Palm Beach FL 33411, and the name of the initial registered agent is Rachael I. Poblano. The principal place of business is 11637 Dahlia Drive Royal Palm Beach FL 33411.

ARTICLE 7 - INITIAL BOARD OF DIRECTORS

This corporation shall have (1) Directors consisting the initial Board of Directors. The name & address of the Board of Directors shall consist of the following:

Name

Address

Rachael I. Poblano

11637 Dahlia Drive
Royal Palm Beach, FL 33411

ARTICLE 8 - INCORPORATORS

The name and address of the persons signing these Articles of Incorporation is Rachael I. Poblano of 11637 Dahlia Drive Royal Palm Beach FL 33411.

ARTICLE 9 - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors, and the Shareholders.

ARTICLE 10 - INDEMNIFICATION

This corporation shall indemnify an officer or director or a former officer or director to the fullest extent permitted by law.

ARTICLE 11 - POWERS

This corporation shall have all the powers enumerated in the Florida General Corporation Act.

ARTICLE 12 - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in the Articles of Incorporation, or any amendment thereto, 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 _____, 2001.



Rachael I. Poblano
11637 Dahlia Drive
Royal Palm Beach FL 33411

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ACCEPTANCE BY REGISTERED AGENT

Poblano, Inc.

Having been named to accept service of process for the above stated corporation at the place designated, I hereby accept to act in this capacity and agree to comply with the provision of Chapter 48.091, Florida Statutes, relative to keeping open said office.

By: Rachael Poblano
Rachael I. Poblano

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