

P01000029693

https://corps.dos.state.fl.us/scripts/efilcovr.exe

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.**

((H01000029418 0)))

**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 : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 634-3694  
Fax Number : (305) 633-9696

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

**MADERA ESPANOLA FURNITURE, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$78.75

FILED  
01 MAR 22 PM 1:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

F. Chesser

MAR 2 2 2000

H 01000029418

⑥  
**ARTICLES OF INCORPORATION**  
**OF**  
**MADERA ESPAÑOLA FURNITURE, INC.**

The undersigned subscriber(s) of these Articles of Incorporation, each natural person(s) competent to contract, hereby associate themselves to form a corporation under the laws of the State of Florida.

**ARTICLE I**  
**NAME**

The name of this corporation is: MADERA ESPAÑOLA FURNITURE, INC.

**ARTICLE II**  
**NATURE OF BUSINESS**

The general nature of the business and the objects and it's purposes are to import, market, distribute either at whole sale or retail furniture and other furnishings and accessories and other business ventures of any nature whatsoever both within and outside the State of Florida, and any all other lawful purposes not prohibited by the laws of the United States or the State of Florida.

And, in general, to carry on any other business whatsoever in connection with the foregoing or which is calculated, directly or indirectly, to promote the interest of the corporation or to enhance the value of its properties.

And, further, to borrow or raise money for any purpose of the company, and to secure the same at such rates of interest as the Corporation may determine, or for other purposes, to mortgage all or any part of the property corporeal or incorporeal, rights or franchise of this company now owned or hereinafter acquired, and to create, issue, draw and accept and negotiate bonds and mortgages, bills of exchange, promissory notes or other obligations or negotiable instruments.

Manuel F. Fente, Esq.  
Law Offices of Manuel F. Fente, P.A.  
1110 Brickell Avenue, Seventh Floor  
Miami, Florida 33131  
Florida Bar No: 234737

H 01000029418

-I-

FILED  
01 MAR 22 PM 1:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE III**  
**CAPITAL STOCK**

The maximum number of shares of stock this corporation is authorized to have outstanding at any time is:

Two hundred (200) shares at ten (\$10.00) dollars par value.

**ARTICLE IV**

The amount of stated capital with which this corporation will begin business is not less than:  
One thousand (\$1,000.00) dollars.

**ARTICLE V**  
**TERM OF EXISTENCE**

This Corporation shall have perpetual existence.

**ARTICLE VI**  
**ADDRESS**

The initial post office address of the principal office of this corporation in the State of Florida is:

1131 Starling Avenue  
Miami Springs, FL 33166

The Board of Directors may from time to time move the principal office to any other address in the State of Florida and establish branches and subsidiaries in any place within and without the United States.

**ARTICLE VII**  
**DIRECTOR(S)**

The number of Directors maybe increased or diminished from time to time by the laws adopted by the stockholders, but shall never be less than one (1).

**ARTICLE VIII**  
**INITIAL BOARD OF DIRECTORS**

The name and post office address of the member(s) of the first Board of Directors, who subject to the provisions of the Certificate of Incorporation, the By-laws and the Corporation law of the State of Florida, shall hold office for the first year of the corporation's existence, or until his/their successors are elected and have qualified, are:

<u>Name</u>	<u>Address</u>	
Jose H. Hernandez	1131 Starling Avenue Miami Springs, FL. 33166	President
Caridad E. Hernandez	1131 Starling Avenue Miami Springs, FL. 33166	Vice-President/Secretary/Treasurer

**ARTICLE IX**  
**SUBSCRIBERS**

The name(s) and post office address(es) of each subscriber of these Articles of Incorporation:

<u>Name</u>	<u>Address</u>
Jose H. Hernandez	1131 Starling Avenue Miami Springs, FL. 33166

**ARTICLE X**  
**AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every Amendment shall be approved by the Board of Director(s), proposed by them to the Stockholders, and approved at a Shareholder's meeting by majority of the shares entitled to vote hereon.

**-III-**

**ARTICLE XI**  
**DESIGNATION OF REGISTERED RESIDENT AGENT**

That, Jose H. Hernandez hereby named registered resident agent for this corporation to be its agent and to accept service of process within the State of Florida at this registered office.

**ARTICLE XII**  
**PRE-EMPTIVE RIGHTS**

Any Shareholder or the corporation desiring to sell his/her shares in the corporation, shall first offer those shares to the other Shareholders upon the same terms and conditions as the shares are being offered to Non-Shareholders. Any other Shareholders wishing to purchase the offered shares, shall exercise their right of first refusal within thirty (30) days of receipt of a written offer to sell. Thereafter, the selling Shareholder shall be free to sell his shares to any Non-Shareholder upon the same terms and conditions as were offered to the remaining Shareholders.

I, THE UNDERSIGNED, being the only original subscriber herein above named for the purpose of forming a corporation for profit to do business both within and without the State of Florida, do hereby make, subscribe, acknowledge and file this Certificate, hereby declaring and certifying that the facts herein stated are true, and accordingly have hereunto set my hand and seal this 22 day of March, 2001.

  
\_\_\_\_\_  
Jose H. Hernandez

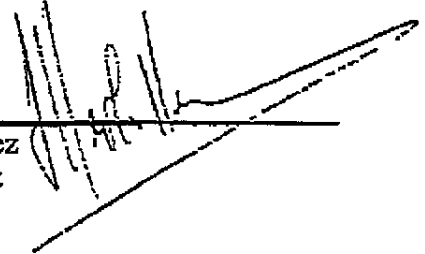
**IV-**

H 01000029418

**ACKNOWLEDGMENT**

Having been named to accept service of process for MADERA ESPAÑOLA FURNITURE, INC., the place designated in this Article, I hereby accept to act in this capacity and agree to comply with the provisions of said act relative to keeping open said office.

\_\_\_\_\_  
Jose H. Hernandez  
Registered Agent



FILED

01 MAR 22 PM 1:11

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

H 01000029418