

PO1000042285

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.

(((H01000048522 6)))

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) 205-0381

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.

119 MENORES, INC.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 APR 26 PM 1:51

FILED

FILED
01 APR 26 PM 1:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(A)

**ARTICLES OF INCORPORATION
OF**

H 01000048522 119 MENORES, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

NAME AND ADDRESS

The name of the corporation is 119 MENORES, INC., and mailing address of this corporation shall be: 2100 Salzedo Street, Suite 300, Coral Gables, Florida 33134.

ARTICLE II

DURATION AND BEGINNING OF CORPORATE EXISTENCE

This corporation shall have perpetual existence commencing at the time of filing of the Articles of Incorporation with the Secretary of State.

ARTICLE III

NATURE OF BUSINESS

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated in the State of Florida.

ARTICLE IV

CAPITAL STOCK

The corporation is authorized to issue Three Hundred Shares (300) shares of common stock at One Cent (\$.01) par value per share. The Shares shall be issued to the following shareholders:

- | | | |
|----|--------------------|--------------------------------|
| 1) | Oscar J. Vila, III | One Hundred (100) shares (33%) |
| 2) | Alejandro Quevedo | One Hundred (100) shares (33%) |
| 3) | Cesar Sordo | One Hundred (100) shares (33%) |

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation in the State of Florida is 2100 Salzedo Street, Suite 300, Coral Gables, Florida 33134, and the name of the initial registered agent of this corporation at that address is Oscar J. Vila, III.

H 01000048522

Prepared by: VILA & PADRON, P.A.
Oscar J. Vila, III (Fla. Bar #899976)
2100 Salzedo Street, Suite 300
Coral Gables, FL 33134
(305) 461-4888

ARTICLE VI

INCORPORATOR

The name and address of the incorporator subscribing to these Articles of Incorporation is: Oscar J. Vila, 2100 Salzedo Street, Suite 300, Coral Gables, Florida 33134.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The corporation shall have THREE (3) directors initially. The number of directors may be either increased or diminished from time to time as provided for in the by-laws, but shall never be less than one. The name and address of the initial directors shall be: Alejandro Quevedo, 5782 SW 50th Street, Miami, Florida 33155, Cesar Sordo, 1220 Brickell, Suite 1680, Miami, Florida 33131 and Oscar J. Vila, III, 2100 Salzedo Street, Suite 300, Coral Gables, Florida 33134.

ARTICLE VIII

BY-LAWS

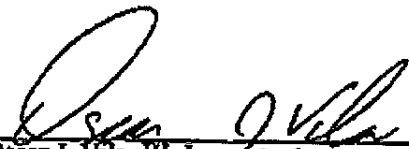
The power to alter, adopt, amend or repeal the by-laws shall be vested in the Board of Directors and the Shareholders of this Corporation.

ARTICLE IX

INDEMNIFICATION

The corporation shall indemnify, to the full extent permitted by law, any officer, director, employee or agent of the corporation, or any former officer, director, employee or agent of the corporation, or any person who at the request of the corporation is or was serving as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 26th of April, 2001.



Oscar J. Vila, III, Incorporator

H 0 1 0 0 0 0 4 8 5 2 2

CERTIFICATE OF REGISTERED AGENT
OF
119 MENORES, INC.,

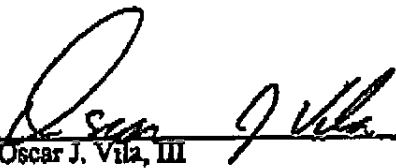
Pursuant to Section 48.091 and 607.0501 of the Florida Statutes, the following is submitted, in compliance therewith:

That 119 MENORES, INC., desiring to organize under the laws of the State of Florida, with its principal place of business at 2100 Salzedo Street, Suite 300, Coral Gables, Florida 33134, has named Oscar J. Vila, III located at: 2100 Salzedo Street, Suite 300, Coral Gables, Florida 33134, agent to accept service of process within the State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties .

Dated this 26th day of April, 2001.

By: 
Oscar J. Vila, III

H 0 1 0 0 0 0 4 8 5 2 2

FILED
01 APR 26 PM 1:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA