

Simstate Research

Requester's Name

PO1000043119

City/State/Zip

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Lagarto Inc.

(Corporation Name)

(Document #)

2. _____

(Corporation Name)

(Document #)

3. _____

(Corporation Name)

(Document #)

4. _____

(Corporation Name)

(Document #)

☒ Walk in

☐ Pick up time

☐ Mail out

☐ Will wait

☐ Photocopy

☒ Certified Copy

☐ Certificate of Status

EFFECTIVE DATE

04-20-01

NEW FILINGS

- ☒ Profit
- ☐ Not for Profit
- ☐ Limited Liability
- ☐ Domestication
- ☐ Other

AMENDMENTS

- ☐ Amendment
- ☐ Resignation of R.A., Officer/Director
- ☐ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☐ Merger

OTHER FILINGS

- ☐ Annual Report
- ☐ Fictitious Name

REGISTRATION/QUALIFICATION

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

W01-9567

RECEIVED
DIVISION OF CORPORATION
01 APR 27 AM 10:37

CR2E031(7/97)

Examiner's Initials

J. BRYAN APR 27 2001

J. BRYAN APR 30 2001



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 27, 2001

SUNSTATE RESEARCH

SUBJECT: LAGARTO INC.
Ref. Number: W01000009567

RECEIVED
01 APR 30 AM 10:25
DIVISION OF CORPORATION

We have received your document for LAGARTO INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6929.

Joey Bryan
Document Specialist
New Filing Section

Letter Number: 601A00025040

*Corrected -
Please have
dated
04/27/01
Thanks*

ARTICLES OF INCORPORATION

OF

LAGARTO INC.

FILED
01 APR 27 PM 12:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I
NAME and PRINCIPAL OFFICE

The name of this corporation shall be: LAGARTO INC., and the principal place of business and mailing address of this corporation shall be: 170 Ocean Lane Drive, Suite 811, Key Biscayne, Florida 33149.

ARTICLE II
DURATION

EFFECTIVE DATE
04-20-01

This corporation shall commence its existence effective as of April 20 2001, and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE III
PURPOSE

This corporation may engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE IV
CAPITALIZATION

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of Shares</u> <u>Authorized</u>	<u>Par Value</u> <u>Per Share</u>	<u>Class of</u> <u>Stock</u>
1,000	\$.01	Common

The consideration for all of the said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of the corporation.

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation shall be at 170 Ocean Lane Drive, Suite 811, Key Biscayne, Florida 33149, with the privilege of having its offices and branch offices at other places within or without the State of Florida. The initial registered agent at that address shall be Nadia Pallais.

ARTICLE VI
INITIAL DIRECTORS

The number of directors may be increased or decreased, but shall be not less than one, as specified by the shareholders from time to time. At any time, the shareholders may, by a majority vote, determine that the corporation be managed by the shareholders.

The name and address of the initial director of the corporation, who shall hold office for the first year or until a successor is duly elected and qualified, shall be: Nadia Pallais, 170 Ocean Lane Drive, Suite 811, Key Biscayne, Florida 33149.

ARTICLE VII
INCORPORATOR

The name and address of the Incorporator is: Nadia Pallais, 170 Ocean Lane Drive, Suite 811, Key Biscayne, Florida 33149.

ARTICLE VIII
DIRECTOR CONFLICT OF INTEREST

No contract or other transaction between this corporation and any other corporation, and no act of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that such director or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such other corporation, or who is so interested,

may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction, with like force and effect as if such director were not such a director or officer of such other corporation, or not so interested.

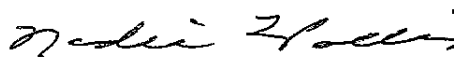
ARTICLE IX
NO SHAREHOLDER LIABILITY

The private property of the shareholders shall not be subject to payment of the corporate debts in any extent.

ARTICLE X
INDEMNIFICATION

This corporation shall indemnify its officers, directors and employees to the fullest extent permitted by law, either now or hereafter in effect.

IN WITNESS WHEREOF, I, the undersigned, being the Incorporator hereinbefore named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 26th day of April, 2001.



Nadia Pallais
Incorporator

CERTIFICATE OF DESIGNATION
FOR THE SERVICE OF PROCESS WITHIN FLORIDA
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with the provisions of Section 607.0501, Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following Statement in designating the registered office/registered agent, in the State of Florida:

1. The name and address of the Corporation is:

LAGARTO INC.
170 Ocean Lane Drive, Suite 811
Key Biscayne, Florida 33149

2. The name/address of the registered agent and office is:

Nadia Pallais
170 Ocean Lane Drive, Suite 811
Key Biscayne, Florida 33149

FILED
01 APR 27 PM 12:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACKNOWLEDGMENT

Having been named as Registered Agent and to accept service of process for the above corporation, at the place designated in this certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all Florida Statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

4/26/01

Date

Nadia Pallais

Registered Agent