FILED

CR2E034 (9/01

2002 UNIFORM BUSINESS REPORT (UBR)

indicated on this report or supplemental of the corporation or the receiver or trust

SIGNATURE:

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ner like empowered.

Apr 09, 2002 8:00 am Secretary of State DOCUMENT # P01000044007 1. Entity Name 04-09-2002 90042 008 ***150.00 VILLA FLORINI, INC. Principal Place of Business Mailing Address C/O NICOLAS FERNANDEZ. PA C/O NICOLAS FERNANDEZ. PA 780 NW LE JEUNE ROAD SUITE 324 780 NW LE JEUNE ROAD SUITE 324 MIAMI FL 33126 MIAMI FL 33126 2. Principal Place of Business 3. Mailing Address Suite, Apt. #, etc. Suite, Apt. #, etc. DO NOT WRITE IN THIS SPACE City & State City & State 4. FEI Number Applied For 65-1156508 Not Applicable Zip Country Zip Country \$8.75 Additional 5. Certificate of Status Desired 6. Name and Address of Current Registered Agent 7: Name and Address of New Registered Agent ESQUIRE CORPORATE SERVICES, INC. Street Address (P.O. Box Number is Not Acceptable) 780 NW LE JEUNE ROAD SUITE 324 MIAMI FL 33126 City Zip Code 8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. SIGNATURE (NOTE: Registered Agent signature requ FILE NOW!!! FEE IS \$150.00 9. This corporation is eligible to satisfy its Intangible \$5.00 May Be 10. Election Campaign Financing Tax filing requirement and elects to do so. After May 1, 2002 Fee will be \$550.00 Trust Fund Contribution. Added to Fees (See criteria on back) ake Check Payable to Department of State OFFICERS AND DIRECTORS ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11 11. 12. TITLE Delete TITLE DPS ☐ Change X Addition NAME NAME MENENDEZ, JUAN CARLOS STREET ADDRESS STREET ADDRESS 6102 SW 157 PLACE CITY-ST-ZIP CITY-ST-7/P MIAMI. FL 33193 ☐ Delete ☐ Change TITLE TITLE ☐ Addition NAME NAME STREET ADDRESS STREET ADDRESS CITY-ST-ZIP CITY-ST-ZIP TITLE Delete TITLE ☐ Change ☐ Addition NAME NAME STREET ADDRESS STREET ADDRESS CITY-ST-ZIP CITY-ST-ZIP TITLE ☐ Delete TITLE Change Addition NAME NAME STREET ADDRESS STREET ADDRESS CITY-ST-ZIP CITY-ST-ZIP TITLE ☐ Delete TITLE ☐ Change ☐ Addition STREET ADDRESS STREET ADDRESS CITY-ST-ZIP CITY-ST-7IP TITLE ☐ Delete TITLE ☐ Change ☐ Addition NAME NAME STREET ADDRESS STREET ADDRESS CITY-ST-ZIP CITY-ST-ZIP ng does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information of accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 11 or Block 12 if 13. I hereby certify that the information supplied with this

Attachment Document # 1000044007

WRITTEN CONSENT OF THE SHAREHOLDERS AND DIRECTORS OF VILLA FLORINI, INC., A FLORIDA CORPORATION IN LIEU OF AN ANNUAL MEETING

The undersigned, constituting the Shareholders and the members of the board of Directors of VILLA FLORINI, INC., a Florida corporation (hereinafter referred to as the "Corporation"), hereby adopt the following resolutions in lieu of holding an annual meeting, pursuant to the terms of Section 607.0704 and 607.0821 of the Florida Statutes:

RESOLVED, that the actions of the Officers and Directors of the Corporation in the course of their conduct on behalf of the Corporation during the last year are hereby confirmed, ratified and approved as the acts of the Corporation.

RESOLVED, that the following individuals are elected to serve as members of the board of Directors of the Corporation until the next annual meeting of shareholders or until their successors are duly elected, qualified and seated:

JUAN CARLOS MENENDEZ

RESOLVED, that the following individuals are elected to serve as officers of the Corporation in the capacity that appears next to their names below, until the next annual meeting of directors or until their successors are duly elected, qualified and seated:

JUAN CARLOS MENENDEZ - President and Secretary

RESOLVED, that the Shareholders hereby waive the Corporation's requirement under Florida Statute Section 607.1620 regarding annual financial statements, therefore, the Corporation is not required to prepare and furnish its Shareholders with a copy of its annual financial statements.

IN WITNESS WHEREOF, the undersigned Shareholders and Directors of VILLA FLORINI,

INC., have executed this Consent this 25 day of Mach, 200 2

UAN CARLÓS MENENDEZ

SUSANA MENENDEZ

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DIRECTOR(S):

MERCEDES A. MARTINEZ
Notary Public State of Florida

Commission Number CC 790101 My Commission Expires

Nov. 11, 2002