

Charter Number Only

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Manfred Rosehow

Requestor's Name

6001 S.W. 57 AVE 2ND FL #B

Address

Miami FL 33144

City

State

ZIP

Phone

(305)269-1115

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

CORPORATION(S) NAME

SCORPIS ENTERPRISES, Inc.

RECEIVED  
01 JUN -7 AM 9:30  
DIVISION OF CONSUMER PROTECTION



Empire Toll Free: 1-800-432-3028

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| <input checked="" type="checkbox"/> Profit   | <input type="checkbox"/> Amendment       | <input type="checkbox"/> Merger                     |
| <input type="checkbox"/> NonProfit           |  |   |
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| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report   | <input type="checkbox"/> Other                      |
| <input type="checkbox"/> Reinstatement       | <input type="checkbox"/> Reservation     | <input type="checkbox"/> Change of Registered Agent |
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01 JUN -7 AM 10:31  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION  
OF  
SCORPIS ENTERPRISES, Inc.**

**FILED**  
01 JUN -7 PM 10:31  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

**ARTICLE I.**

**NAME**

The name of the Corporation is **SCORPIS ENTERPRISES, Inc**

**ARTICLE II.**

**TERM OF CORPORATE EXISTENCE**

The Corporation shall exist perpetually unless dissolved according to law and such existence shall commence at the time the filing of the Articles of Incorporation by the Department of State.

**ARTICLE III.**

**PERMITTED ACTIVITY**

The Corporation shall engage in any activity of business permitted under the laws of the United States and of the State of Florida.

Manfred Rosenow, Esq.  
601 SW. 57<sup>th</sup> Avenue, Suite B  
Miami, Florida 33144  
Fla. Bar No. 0831638

#### ARTICLE IV.

##### AUTHORIZED SHARES

The aggregate number of shares which the Corporation shall have authority to issue shall be One Hundred (100) of voting common stock with \$ 1.00 par value per share.

#### ARTICLE V.

##### PREEMPTIVE RIGHTS DENIED

No holder of any shares of the Corporation shall have any preemptive right to purchase, subscribe for or otherwise acquire any share of the Corporation of any class now or hereafter authorized, or any securities, exchangeable for or convertible into such shares, or any warrants or any instrument evidencing rights or options to subscribe for, purchase, or otherwise acquire such shares.

#### ARTICLE VI.

##### PRINCIPAL OFFICE

The address of the principal office of the Corporation is 18443 NW. 20<sup>th</sup> Street, Pembroke Pines, Florida 33029.

#### ARTICLE VII.

##### REGISTERED OFFICE AND AGENT

The initial registered office of the Corporation is 601 SW. 57<sup>th</sup> Avenue, Suite B. Miami, Florida 33144. The initial registered agent at that address is LAW FIRM OF MANFRED ROSENOW, P.A.

## ARTICLE VIII.

### DIRECTOR AND OFFICERS

The business of the Corporation shall be managed by a Board of Directors consisting of not fewer than one person, the exact number to be determined from time to time in accordance with the By-laws.

The name and address of the first board of directors and officers who shall serve until the first annual meeting of shareholders or until his successors are elected and qualified shall be:

NAME

OFFICE

Miguel A. Garranchan  
18443 NW. 20<sup>th</sup> Street  
Pembroke Pines, Florida 33028

President/Vice-president

Ivonne Castro de Garranchan  
18443 NW. 20<sup>th</sup> Street  
Pembroke Pines, Florida 33028

Treasurer/Secretary

## ARTICLE IX.

### INCORPORATOR

The name and address of the incorporator is: Manfred Rosenow, Esq. 601 SW. 57<sup>th</sup> Avenue, Suite B. Miami, Florida 33144

## ARTICLE X.

### INDEMNIFICATION

The Corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director to the full extent now or hereafter permitted by law.

IN WITNESS WHEREOF, the undersigned, being the original incorporator of the Corporation, has executed these Articles of Incorporation this 30<sup>th</sup> day of May, 2001

LAW FIRM OF MANFRED ROSENOW, P.A.

By: \_\_\_\_\_

Manfred Rosenow, Esq.

**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO 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 AGENT IN THE STATE OF FLORIDA.

1. THE NAME OF THE CORPORATION IS:

**SCORPIS ENTERPRISES, Inc**

2. THE NAME AND ADDRESS OF THE REGISTERED AGENT IS:

LAW FIRM OF MANFRED ROSENOW, P.A.  
601 SW. 57<sup>th</sup> Avenue. Suite B  
Miami, Florida 33144

SIGNATURE

MANFRED ROSENOW, Esq.

TITLE: INCORPORATOR

DATE: May 30<sup>th</sup>, 2001

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT OF REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISION OF ALL 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.

SIGNATURE

MANFRED ROSENOW, Esq.

DATE: May 30<sup>th</sup>, 2001

FILED  
-7 AM 10:31  
MAY 31 2001  
CLERK OF COURT  
JUDICIAL CIRCUIT IN AND FOR  
THE NINTH JUDICIAL CIRCUIT  
MIAMI, FLORIDA