LAZARUS CORPORATE FILING SERVICE (Roquestor's Name) 3320 S.W. 87 AVENUE (Address) MIAMI, FLORIDA (305)552-5973 (City, State, Zip) TERESA ROMAN (TALLAHASSEE REPRESENTATIVE) CORPORATION NAME(S) & DOCUMENT NUMBER(S) (framm): (Document #1 2. Corporation Harris (Decument 1) 3. (Corporation Hams) (Document #) 4. (Corporation Name) Certified Copy Walk in Freek up time 2.00 Certificate of Status Mail out Will wait Photocopy AMENUMENTS NEW FILINGS Amendment Resignation of R.A., Officer/Director Prolit NonProlit Change of Registered Agent Limited Liability Dissolution/Withdrawal Domestication Merger Other OTHER FILNGS UUALUFICATION Forelan Annual Repolit Unhited Partnership Fictitious Name Réinstatement Name Reservation Trademark Examiner's Initials

Other



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

August 2, 2001

LAZARUS CORPORATE FILING SERVICE 3320 SW 87 AVENUE MIAMI, FL

SUBJECT: MARISLANDIA SERVICES, INC.

Ref. Number: W01000017915

We have received your document for MARISLANDIA SERVICES, 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 articles of incorporation must be prepared in compliance with section 607.0202, Florida Statutes. Please refer to this section of the law.

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) 245-6924.

Kimberly Rolfe Corporate Specialist Supervisor New Filings Section

Letter Number: 901A00044770

NOT DATEDGE SUPPLIEDED

2001 AUG -3 PM 2:31

MECEIVES

BIVISION OF CORPORATIONS



August 3, 2001

LAZARUS CORPORATE FILING SERVICE 3320 SW 87 AVENUE MIAMI, FL

SUBJECT: MARISLANDIA SERVICES, INC. Ref. Number: W01000017915

You failed to make the correction(s) requested in our previous letter.

The articles of incorporation must be prepared in compliance with section 607.0202, Florida Statutes. Please refer to this section of the law.

ARTICLES 7,10,11 AND 12 ARE MISSING FROM DOCUMENT, PLEASE CORRECT AN RE-APPLY.

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) 245-6934.

Loria Poole Corporate Specialist New Filings Section

Letter Number: 901A00044770

2001 AUG -9 AN 10: 41 NOT INYENUED TO ACKNOWLEDGE SUFFICIENCY OF FILING

Division of Corporations - P.O. BOX 6327 -Tallahassee Highest 32314

ARTICLES OF INCORPORATION OF MARISLANDIA SERVICES, INC.

A Florida Profit Organization

ARTICLE I

The name of this corporation is Marislandia Services, Inc., -

ARTICLE II

The specific and primary purpose for which this corporation is formed shall be to engage in the Business of Restaurant, Food Preparation, Import and Export and, any other lawfully activity permitted in Florida State.

ARTICLE III

The Corporation shall never have less than one director nor more than fifteen directors.

ARTICLE IV

Directors shall be of the age of majority in this state.

ARTICLE V

The number of shares of stock that this corporation is authorized to have outstanding at any time is: 100 Shares at \$ 1.00 Per Value.

ARTICLE VI

The Street address of the principal office of the corporation and, the initial registered office and the name of the initial registered agent is: Juan B. Zapata 3148 NW 95th Terr. Miami Fl. 33147.

ARTICLE VII

There shall be one director constituting the initial board of directors.

The name and address of the person who is to serve as an initial director is:

Juan B. Zapata 3148 NW 95th TERR Miami Fl. 33147.

ARTICLE VIII

The Board of Director exercising his power and duties have authorized The name and address of the person who shall be the incorporator of this corporation as



follow:

Juan B. Zapata 3148 NW 95th TERR.. Miami Fl. 33147

ARTICLE IX

(a) Board of Directors: The powers of this corporation shall be exercised its properties controlled and its affairs conducted by a board of directors. The number of directors of the corporation shall be initially one however that such number may be changed by a bylaw duly adopted by the members.

The directors shall hold the office until such time as an election of directors shall be held. The directors elected at the first annual meeting, and at all times thereafter, shall serve for a term of one year until the annual meeting of member following the election of directors and until the qualification of the successors in office.

(b) Corporate Officers: The board of directors shall elect the following officers: President, Vice-President, Treasurer and Secretary, and such other officers as the bylaws of this corporation may authorize the directors to elect from time to time. Such officers shall be initially elected at the first annual meeting of the board of directors. Until such election is held, the following person shall serve as corporate officer:

President- Juan B. Zapata.

ARTICLE X

Notwithstanding any other provision of these articles or state law, this corporation shall not except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE XI

In order to induce officers or directors of the corporation to serve or continue to serve as such, the corporation shall indemnify and hold harmless each person who heretofore has served or shall serve at any time hereafter as a director or officer of the corporation, and any person who serves at the request of this corporation as a director or officer of any other corporation, from and against any and all claims and liabilities to which such person

11 .1 . WAIN shall become subject by reason of this having heretofore or hereafter been a director or officer of the corporation, or by reason of any action alleged to have been heretofore or hereafter taken or omitted by him as such director or officer, and shall reimburse each such person for all legal and other expenses reasonably incurred by him in connection with any such claim or liability; provided that no person shall be indemnified against, or be reimbursed for any expenses incurred in connection with any claim or liability as to which it shall be adjudged that such officer or director is liable for willful misconduct in the performance of his duties.

The board of directors is hereby authorized to obtain directors and officers liability insurance covering acts heretofore and hereafter occurring and to pay for same from funds of the corporation.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled, nor shall anything herein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case even though not specifically herein provided for.

I, the undersigned, being the incorporator of this corporation (duly authorized by the Board of Directors), for the purpose of forming this corporation under the laws of the State of Florida, have executed these articles of incorporation on this 16th day of June of

2001; at Miami Dade County, Florida.

Incorporator

CERTIFICATE

DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR SERVICE OF PROCESS WITHIN THIS STATE, REGISTERED OFFICE AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Florida Statutes, the following is submitted, in compliance with said act:

That, MARISLANDIA SERVICES, INC.,. desiring to organize under the laws of the State of Florida with it's principal office, as indicated in the Articles of Incorporation at the City of Miami, Miami Dade, State of Florida, has named JUAN B. ZAPATA located at 3148 NW 95th TER. MIAMI FL. 33147., as its agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept the appointment, agree to act in this capacity, and familiar with and hereby accept the duties and responsibilities or registered agent for said corporation.

SIGNED BY:

Given in This 30th day of July of 2001 at Miami Dade State of Florida, United States of America.

STATE OF FLORIDA)

SS
MIAMI DADE COUNTY)

I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized in the State of Florida and County Named above to take acknowledgements, personally appeared Juan B. Zapata, to me known to be the persons described as incorporator in and who executed the foregoing Articles of Incorporation, and have acknowledged before me that they subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above

this 30th day of July of 2001.

/ Fermin I. Castanedas
Notary Public
State of Florida at Large

My Commission expires:

Fermir Castanetlas
Contraission # GC 368440
Expires Sep. 1, 2003
Boaded Thru
Atlantic Bonding Co., Inc.

01 AUG -9 PM 2: 23
SECRETARY OF STATE
TALLAHASSEE FLORIDA