

P01000084/55

RAMON TOURGEMAN  
ATTORNEY AND COUNSELOR AT LAW  
P.O. BOX 800-111  
AVENTURA, FLORIDA 33280

FILED  
01 AUG 24 AM 8:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Telephone Number (305) 792-0088  
Fax Number (305) 792-0676

August 22, 2001

Florida Division of Corporations  
Dept. of State  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: Enclosed Articles of Incorporation for Boutsina Services, Inc.

Dear Ladies and Gentlemen,

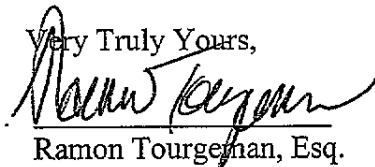
Enclosed please find the original and one copy of the Articles of Incorporation for Boutsina Services, Inc. In addition enclosed is a check for seventy-eight dollars and seventy-five cents, and a self addressed stamped envelope.

Please return to me a certified copy of the articles.

Thank you.

000004555630--5  
-08/24/01--01073--001  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Very Truly Yours,

  
Ramon Tourgeman, Esq.

BROWN AUG 27 2001

**ARTICLES OF INCORPORATION  
OF  
BOUTSINA SERVICES, INC.**

FILED  
01 AUG 24 AM 8:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned hereby associate together for forming a corporation under the Laws of the State of Florida and pursuant to the provisions of the Statutes of Florida providing for the formation, liability, rights, privileges, and immunities of corporations for profit.

**ARTICLE ONE**

This corporation is organized and incorporated pursuant to Chapter 607 of the Florida Statutes.

**ARTICLE TWO**

The name of this corporation is BOUTSINA SERVICES, INC.

**ARTICLE THREE**

The principal office, business, and mailing address of the corporation shall be located at 1509 SW 4<sup>th</sup> Court, Ft. Lauderdale, Florida 33312.

**ARTICLE FOUR**

This corporation shall commence its existence upon the filing of these Articles of Incorporation with the Secretary of State for the State of Florida, and the duration of its existence is perpetual.

**ARTICLE FIVE**

This corporation is organized to conduct any business for profit permitted to be conducted in the State of Florida.

**ARTICLE SIX**

The total number of shares of stock that the corporation shall have the authority to issue is one hundred (100) with no par value.

The corporation is not authorized to issue any shares of stock other than common voting stock.

The shares of stock may be purchased with property, labor, services, stock in another corporation, or U.S. currency, provided that it is purchased at a just valuation as fixed by a minimum of two thirds of the Directors at an appropriately held meeting.

All Stock is to be issued as fully paid and exempt from all assessments.

**ARTICLE SEVEN**

The name and Street address of the registered Agent for this corporation is: Rachel Ben-Or, 1509 SW 4<sup>th</sup> Court, Ft. Lauderdale, Florida 33312

#### ARTICLE EIGHT

The names and address(es) of the person(s) who is/are forming this corporation and the number of shares held by each of them are:

<u>NAME AND ADDRESS OF SHAREHOLDER</u>	<u>Number of shares Held</u>
1. Rachel Ben-Or 19195 NE 36 Court Aventura, Florida 33180	55
2. Rafael Velasco 1509 SW 4 <sup>th</sup> Court Ft. Lauderdale, Florida 33312	45

#### ARTICLE NINE

The power to adopt, repeal, alter, or amend these Articles and the by-laws, shall be held by the shareholders and Directors pursuant to the voting procedures and requirements set forth in these Articles or Bylaws of the corporation.

#### ARTICLE TEN

All Notices of Meetings of shareholders or Directors shall be prepared and delivered in strict compliance with the pertinent provisions set forth in Sections 607.0705 and 607.0141 of the Florida Statutes, and all Notices of Meetings shall include a description of the purpose or purposes for which the meeting is called.

#### ARTICLE ELEVEN

The corporation shall indemnify and hold harmless any officer or director to the full extent permitted by law.

#### ARTICLE TWELVE

The corporation shall elect to be taxed as an S corporation under the Internal Revenue Code.

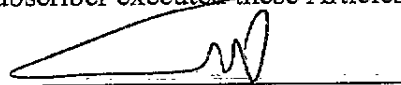
The corporation shall only authorize and issue one class of stock.

No stockholder shall do any act (including the sale or transfer of such stockholder's stock) that shall contravene or revoke the corporation's election to be taxed as an S corporation.

#### ARTICLE THIRTEEN

This corporation reserves the right to amend or repeal these Articles.

IN WITNESS WHEREOF, the undersigned subscriber executed these Articles of Incorporation this \_\_\_ day of August 2001.

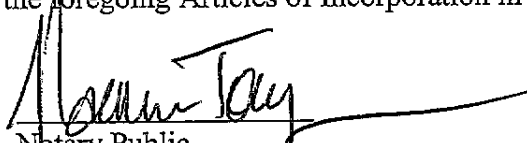
  
RACHEL Ben-Or

STATE OF FLORIDA)  
COUNTY OF MIAMI-DADE)

I HEREBY CERTIFY that on this day before me, a Notary Public Officer duly authorized to take oaths and acknowledgments in the aforesaid County and State, personally appeared Rachel Ben-Or, who is known to me personally known to me or provided to me her Florida Driver's License, no. FL DL: B 566-920-54-950-0 as identification, and she acknowledged before me that she executed the foregoing Articles of Incorporation in my presence for the purposes provided therein.

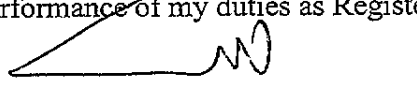


Ramon Tourgeman  
Commission # CC 965537  
Expires Sep. 5, 2004  
Bonded Thru  
Atlantic Bonding Co., Inc.

  
Notary Public

ACCEPTANCE OF DESIGNATION AS RESIDENT AGENT

I, Rachel Ben-Or, named Resident Agent to accept service of process for the previously mentioned corporation at the location designated in the foregoing Articles of Incorporation, hereby accept this position and designation, and I agree to comply with all pertinent statutory provisions relating to the proper and complete performance of my duties as Registered Agent.

  
Rachel Ben-Or  
1509 SW 4<sup>th</sup> Court  
Ft. Lauderdale, Florida 33312

FILED  
01 AUG 24 AM 8:15  
CLERK OF STATE  
TALLAHASSEE, FLORIDA