# OFFIC 3320 S.W. 87 AVENUE MIAMI, FLORIDA (305)552-5973 TERESA ROMAN (TALLAHASSEE REPRESENTATIVE) OFFICE USE ONLY CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): (Document # (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) DIVISION OF CORPORATION Walk in Rick up time 1.00 Certified Copy Mail out Will wait Photocopy Certificate of Status NEW FILINGS AMENDMENTS Profit Amendment NonProfit Resignation of R.A., Officer/Director Limited Liability Change of Registered Agent Domestication Dissolution/Withdrawal Other Merger OTHER FILINGS REGISTRATION/ QUALIFICATION 700004660477 Annual Report Foreign \*\*\*\*\*78.75 Fictitious Name Limited\Partnership Name Reservation Reinstafement Trademark / Other Examiner's Initials CR2E031(9/92)

# ARTICLES OF INCORPORATION

# BALDER INVESTMENTS INC.

The undersigned subscriber to these Articles of Incorporation, is a natural person competent to contract, hereby associate himself to form a corporation under the laws of the State of Florida providing for the formation of a corporation for profit with the powers, rights, privileges and immunities hereinafter mentioned.

#### ARTICLE I

The name of this Corporation shall be:

# BALDER INVESTMENTS INC.

### ARTICLE II

The general nature of the business and the objects and purposes to be transacted and carried on are to do any and all things allowed and permitted to be done by corporation under the Statutes of the State of Florida, and to do any and all the things hereinafter mentioned, as fully and to the same extent as natural persons might or could do. it wit:

- a. The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.
- b. To carry on any or more of the purposes and objects hereunder enumerated as principal, factor, agent, contractor, or otherwise, whether alone or through or in conjunction with any person, partnership, association or corporation.
- c. To carry on its operation and conduct business in any State, in the District of Columbia, and in any territory, dependency or possession of the United States, and in any foreign county.

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d. To such extent as a corporation organized under the laws of the State of Florida may now or hereafter lawfully do, to do, either as principal or agent and either alone or in connection with other corporation, firms or individuals, all and everything necessary, suitable, convenience, or proper for, or in connection with, or incidental to, the accomplishment of any of the purposes or the attainment of any one or more of the objects herein enumerated, or designed directly or indirectly to promote the interest of this Corporation or to enhance the value of its properties; and in general, to do any and all things and exercise any and all powers, rights and privileges which a corporation may now or hereafter be organized to do or to exercise under the laws of the State of Florida or under any act amendatory thereof, supplemental thereto, or substituted therefor.

The foregoing clauses shall be construed as and shall be powers as well as purposes, and the matters expressed in each clause shall, unless otherwise herein expressly provided, be in no wise limited to reference to or inference from the terms of any other clause but shall be regarded as independent powers and purposes; and the enumeration of specific powers and purposes meaning of general terms or the general powers of the Corporation, nor shall the expression of on thing be deemed to exclude another not expressed, although it be of like nature. This corporation shall be authorized to exercise and enjoy all other powers, rights and privileges granted by all acts heretofore or hereafter amendatory of supplement to that statute, and the enumeration of certain powers as herein specified is not intended as exclusive of or as a waiver of any of the powers, rights, or privileges granted or conferred by the statute now or hereafter in force; provided, however, that nothing herein contained shall be deemed to authorize or permit this Corporation to carry on any business, to exercise any powers, or to do act which a corporation formed under that statute may not at the time lawfully carry on or do.

#### ARTICLE III

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time is seven hundred (700) shares of stock of \$ 10.00 par value each.

#### ARTICLE IV

The amount of capital with which this Corporation will begin business shall be no less than \$ 500.00.

#### ARTICLE V

The initial post-office address of the principal office of this Corporation in the state of Florida shall be the County of Dade, at 2368 SW 4<sup>th</sup> Street, Miami, Florida 33135. The Board of Directors may from time to time, move the principal offices to any other address in the State of Florida.

#### ARTICLE VI

This Corporation is to exist perpetually.

#### ARTICLE VII

The Registered Agent for this corporation shall be Alberto Ramos, the Registered Agents Address shall be: 2368 SW 4<sup>th</sup> Street, Miami, Florida 33135.

#### ARTICLE VIII

This corporation shall have no less than one (1) Director initially, The number of Directors may be increased or diminished, from time to time by the by-laws adopted by the Stockholders, but shall never be less than one.

#### ARTICLE IX

The names and post-office addresses of the members of the first Board of Directors, who, subject to the provisions of these Articles of Incorporation, by-laws of the Corporation, and the laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until their successors are elected and have qualified are as follows:

MODESTO RAMOS 2368 SW 4<sup>TH</sup> Street Miami, Fl. 33135

#### ARTICLE X

The names and post-office addresses of the first officers of the corporation, who, subject to the provisions of these Articles of Incorporation, by-laws of the Corporation, and the laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until their successors are elected and have qualified are as follows:

MODESTO RAMOS, President 2368 SW 4<sup>TH</sup> Street Miami, Fl. 33135

ALBERTO RAMOS, Vice-President 2368 SW 4<sup>TH</sup> Street Miami, Fl. 33135

#### ARTICLE XI

The name and post-office address of the subscriber to these Articles of Incorporation is:

MODESTO RAMOS, 2368 SW 4<sup>TH</sup> Street Miami, Fl. 33135

#### ARTICLE XII

Both Stockholders and Directors shall have the powers to hold their meetings and to have one or more offices within or without the State of Florida, and to keep the books of this Corporation at such offices as the stockholders and Directors shall determine, subject to the provisions of the Florida Statutes.

#### ARTICLE XIII

All rights conferred to stockholders herein are granted subject to the right the Corporation reserves to amend, alter, change or repeal any provisions contained in this Certificate of Incorporation, in the manner explained in Article XIV of this Certificate.

#### ARTICLE XIV

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed to them by the Stock holders and approved at a Stockholder's Meeting by a majority of the stock entitled to vote, thereon, unless all of the Directors and all of the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, I being the original subscriber and Incorporator of this Corporation of the purposes of forming a Corporation, do make and file these Articles of Incorporation with the Secretary of State of the State of Florida, and accordingly set my hand and seal this \_\_\_\_ day of October 2001.

STATE OF FLORIDA }
COUNTY OF DADE }

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in the above mentioned State and County take acknowledgments, personally appeared, MODESTO RAMOS, who produced as identification \_\_\_\_\_\_\_, to me well known to be the person described in, who executed these foregoing Articles of Incorporation, and he acknowledged before me that he subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the City of Miami, County of Dade, State of Florida, this \_\_\_\_ of October 2001.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA, NAMING AGENT UPON WHOM SERVICE OF PROCESS MAY BE EFFECTIVE

In compliance with Section 607.034, of the Florida Statutes, the following I submitted:

## BALDER INVESTMENTS INC.

Under la laws of the State of Florida, with its principal place of business in the City of Miami, County of Dade, State of Florida, has named AEBERTO RAMOS. Located 2368 SW 4 ST, MIAMI FLORIDA 33135 County of Dade, State of Florida, as its agent to accept service of process within the State of Florida.

## ACKNÖWLEDGMENT

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

DATED, this \_\_\_\_ day of October, 2001.

ALBERTO RAMOS

Resident and Registered Agent

