

**GRUSHOFF & POSADA, INC.**  
*Accountants and Tax Consultants*

PS10006114614

November 27, 2001

Department of State  
Divisions of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

900004700219--2  
-11/30/01--01045--009  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

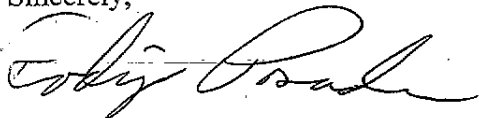
Re: Brand, Sainz, & Potes, Inc.

Dear Ms./Sir:

Enclosed please find the original and one copy of Articles of Incorporation, together with a check in the amount of \$78.75.

This represents the cost of Filing Fees, and Certified Copy of Incorporation and Fees for Registered Agent Designation for the above named corporation. If you have any questions or if I can be of any help, you can call me at (954) 792-7322.

Sincerely,



Rodrigo Posada

RP/cap

FILED  
01 NOV 30 PM 2:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SMITH: DEC 04 2001

715 N. Bel Air Drive \* Plantation, FL 33317 \* (954) 792-7322 \* Fax (954) 792-7367

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# **ARTICLES OF INCORPORATION**

OF

**BRAND, SAINZ, & POTES, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The under signed subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

## **ARTICLE 1 - CORPORATE NAME**

The name and address of the corporation is:

Brand, Sainz, & Potes, Inc.  
5941 S. University Drive  
Davie, Fl 33328

## **ARTICLE 11 - DURATION**

This corporation shall exist perpetually unless dissolved according to Florida law.

## **ARTICLE 111 - PURPOSE**

The corporation is organized for the purpose of engaging in any activities of business permitted under the laws of the United States and the State of Florida.

## **ARTICLE 1V - CAPITAL STOCK**

The corporation is authorized to issue 100 shares (100) of one dollars (\$1.00) par value Common Stock, which shall be designated "Common Shares".

## **ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT**

The name and street address of the Initial Registered Agent of this Corporation is:

Rodrigo Posada  
715 N Bel Air Drive  
Plantation, FL 33317

## **ARTICLE VI - INITIAL BOARD OF DIRECTORS**

This corporation shall have four (3) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial directors of the corporation are as follow:

Alvaro Brand  
15620 SW 80<sup>th</sup> Street, #106  
Miami, FL 33193

Carlos Sainz  
919 SW 10<sup>th</sup> Street  
Miami, FL 33130

Jaime Potes  
74 NW 44<sup>th</sup> Terrace  
Deerfield Beach, FL 33442

## **ARTICLE VII - INCORPORATORS**

The name and address of the person signing these Articles of Incorporation is as follows:

Alvaro Brand  
15620 SW 80<sup>th</sup> Street, #106  
Miami, FL 33193

Carlos Sainz  
919 SW 10<sup>th</sup> Street  
Miami, FL 33130

Jaime Potes  
74 NW 44<sup>th</sup> Terrace  
Deerfield Beach, FL 33442

The undersigned subscribers have executed these Articles of Incorporation this 27th day of November, 2001.

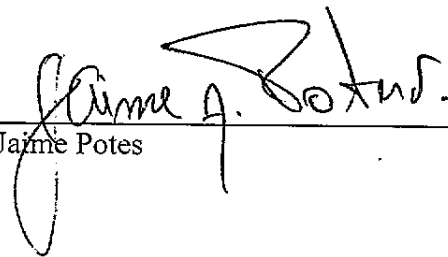
Alvaro Brand



Carlos Sainz



Jaime Potes



**CERTIFICATE AND ACKNOWLEDGMENT  
OF REGISTERED AGENT**

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**01 NOV 30 PM 2:40**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

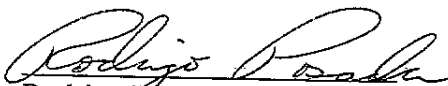
**CERTIFICATE OF REGISTERED AGENT**

**OF  
BRAND, SAINZ, & POTES, INC.**

Pursuant to Florida Statutes sections 48.091 AND 607.034, the following is submitted: The above corporation, desires to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at 715 N. Bel Air Drive, Plantation, Florida, has named Rodrigo Posada located at the aforesaid address, as its Registered Agent to accept service of process within this state.

**ACKNOWLEDGMENT**

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions 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.

  
Rodrigo Posada

November 27, 2001