

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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Inpe M Art Corp

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☒ Art of Inc. File

☐ LTD Partnership File

☐ Foreign Corp. File

☐ L.C. File

☐ Fictitious Name File

☐ Trade/Service Mark

☐ Merger File

☐ Art. of Amend. File

☐ RA Resignation

☐ Dissolution / Withdrawal

☐ Annual Report / Reinstatement

☒ Cert. Copy

☐ Photo Copy

☐ Certificate of Good Standing

☐ Certificate of Status

☐ Certificate of Fictitious Name

☐ Corp Record Search

☐ Officer Search

☐ Fictitious Search

☐ Fictitious Owner Search

☐ Vehicle Search

☐ Driving Record

☐ UCC 1 or 3 File

☐ UCC 11 Search

☐ UCC 11 Retrieval **J. BRYAN JAN 18 2002**

☐ Courier

FILED
02 JAN 18 PM 12:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
02 JAN 18 AM 11:28
DIVISION OF CORPORATION

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

FILED
02 JAN 18 PM 12:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles Of Incorporation Of Triple M Art Corp.

ARTICLE ONE CORPORATE NAME AND ADDRESS

The name and address of this Corporation shall be: Triple M. Art Corp., 930 Andora Avenue, Coral Gables, Florida 33146.

ARTICLE TWO NATURE OF BUSINESS

This Corporation may engage in any activity or business permitted under the laws of the United States of America and the laws of the State of Florida.

ARTICLE THREE TERM OF EXISTENCE

This Corporation shall have perpetual existence, unless sooner dissolved in accordance with the law of the State of Florida. The date on which corporate existence shall begin is: The date of filing of these Articles of Incorporation.

ARTICLE FOUR MINIMUM CAPITAL

The amount of capital with which the Corporation shall begin business shall not be less than \$1,000.00, or such greater amount as may be required by law.

ARTICLE FIVE NUMBER OF DIRECTORS

This Corporation shall at all times have at least one Director. The stockholders of this Corporation may from time to time, and at any time, increase or diminish the size of the Board of Directors of this Corporation, provided that the Corporation shall at all times have a minimum of one Director.

ARTICLE SIX AMENDMENT

These Articles of Incorporation may be amended in any manner consistent with the laws of the State of Florida.

ARTICLE SEVEN CAPITAL STOCK

This Corporation is authorized to issue shares of stock as follows:

- A. DESIGNATION: The stock of this Corporation shall be known as Common Stock.
- B. AUTHORIZED: The maximum number of shares of Common Stock that this corporation may issue is: ONE THOUSAND (1,000) shares.
- C. PAR VALUE: Each share of Common Stock shall have a par value of: \$1.00.
- D. CONSIDERATION: Shares of Common Stock may be issued in exchange for cash, real property, fixtures and equipment, inventory, accounts receivable, labor or services rendered, or any combination of the foregoing. In the absence of fraud in the transaction, the judgment of the Board of Directors as to the value of any such consideration shall be conclusive.
- E. NON-ASSESSABILITY: Each share of Common Stock shall be issued in exchange for consideration which is at least equal to the par value thereof, and shall be fully paid and non-assessable.
- F. VOTING RIGHTS: Each share of Common Stock shall entitle the record holder thereof to one vote upon each proposal presented at meetings of the stockholders of the Corporation. Agreements among stockholders regarding the voting of their shares, shall be valid and enforceable in accordance with their terms.
- G. CUMULATIVE VOTING: No holder of Common Stock shall be entitled to any right of cumulative voting.
- I. DIVIDENDS: Record holders of Common Stock are entitled to receive their pro-rata share of any dividends that may be declared by the Board of Directors out of the assets legally available for such purpose.
- J. LIQUIDATION RIGHTS: Holders of Common Stock are entitled, in the event of the liquidation or dissolution of this corporation, to receive their pro-rata share of any dividends that may be declared by the Board of directors out of the assets legally available for such purpose.

ARTICLE EIGHT INDEMNIFICATION

8.1 INDEMNITY. The corporation shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or contemplated action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that he is or was a director, employee, officer or agent of the Corporation, against expenses (including attorney's fees and appellate attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit or proceeding, to the full extent permitted by law.

8.2 INSURANCE. The Corporation shall have the power to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Corporation, or is or was serving, at the request of the Corporation, as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against any liability asserted

against him and incurred by him in any such capacity, or arising out of his status as such, whether or not the Corporation would have the power to indemnify him against such liability under the provisions of this Article.

**ARTICLE NINE
INITIAL DIRECTORS**

Mayra Lopez
930 Andora Avenue
Coral Gables, Florida 33144

Miriam Suarez
7280 S.W. 110th Terrace
Miami, Florida 33156

Madeleine Munilla
7277 Sunset Drive
Miami, Florida 33143

**ARTICLE TEN
INITIAL OFFICERS**

Mayra Lopez, President

Miriam Suarez, Vice-President

Madeleine Munilla, Secretary

**ARTICLE ELEVEN
GRANT OF PREEMPTIVE RIGHTS**

Each shareholder of the corporation shall be entitled to full preemptive rights to acquire his or proportional part of any unissued or treasury shares of the corporation, or securities of the corporation, or securities of the corporation convertible into or carrying a right to subscribe to or acquire shares, that may be issued at any time by the corporation.

**ARTICLE TWELVE
INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT**

INITIAL REGISTERED AGENT: Mayra Lopez
INITIAL REGISTERED OFFICE: 930 Andora Avenue
Coral Gables, Florida 33144

I HEREBY AGREE to act as Registered Agent for Triple M Art Corp. and I further agree

to comply with the provisions of all Florida Statutes relative to the proper and complete performance of my duties.

Dated this 14th day of JAN. 2002.

By: Mayra Lopez
Mayra Lopez, Registered Agent

SUBSCRIBERS

The undersigned individuals, competent to contract, hereby execute these Articles of Incorporation as subscribers thereof.

IN WITNESS WHEREOF, the undersigned Subscribers make, subscribe, acknowledge and file these Articles of Incorporation for the purpose of forming a corporation for profit under the laws of the State of Florida.

DATED this 14th day of JAN., 2002

Mayra Lopez
Mayra Lopez
Subscriber/Incorporator

Miriam Suarez
Miriam Suarez
Subscriber/Incorporator

M. Munilla
Madeleine Munilla
Subscriber/Incorporator

STATE OF FLORIDA)
): SS
COUNTY OF DADE)

BEFORE ME, the undersigned authority personally appeared Mayra Lopez, to me well known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that the same was executed for the purposes therein stated and expressed. - D.L. # L 120 - 543 - 48 - 762 - 0.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at Miami, Dade County, Florida.

DATED this 14th day of JAN., 2002.

My Commission Expires:

Notary Public
NOTARY PUBLIC
OFFICIAL NOTARY SEAL
STATE OF FLORIDA
COMMISSION NUMBER
CC761211
MY COMMISSION EXPIRES
AUG. 15, 2002

STATE OF FLORIDA)
): SS
COUNTY OF DADE)

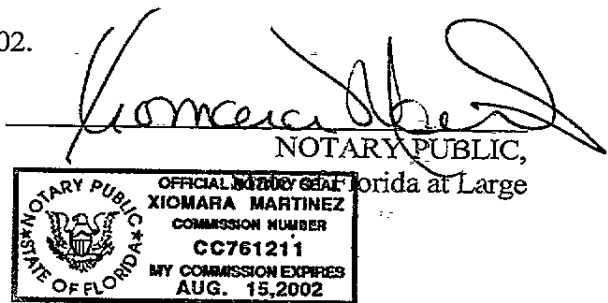
BEFORE ME, the undersigned authority personally appeared Miriam Suarez to me well known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that the same was executed for the purposes therein stated and expressed. D.L.# 5620-544-58-689-0

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at Miami, Dade County, Florida.

DATED this 14th day of JAN, 2002.

My Commission Expires:

STATE OF FLORIDA)
): SS
COUNTY OF DADE)



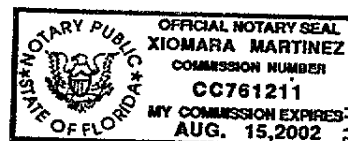
BEFORE ME, the undersigned authority personally appeared Madeleine Munilla to me well known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that the same was executed for the purposes therein stated and expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at Miami, Dade County, Florida.

DATED this 14th day of JAN, 2002.

My Commission Expires:

Signature of Notary Public
NOTARY PUBLIC,
State of Florida at Large



FILED
02 JAN 18 PM 12:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA