

# P02000049697

**Florida Department of State**  
**Division of Corporations**  
**Public Access System**  
 Katherine Harris, Secretary of State

**Electronic Filing Cover Sheet**

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

(((H02000133909 0)))

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

**To:**

Division of Corporations  
 Fax Number : (850) 205-0381

**From:**

Account Name : EMPIRE CORPORATE KIT COMPANY  
 Account Number : 072450003255  
 Phone : (305) 634-3694  
 Fax Number : (305) 633-9696

SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

02 MAY -6 AM 8:37

FILED

**FLORIDA PROFIT CORPORATION OR P.A.**

**bive corporation**

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

402000133909

**ARTICLES OF INCORPORATION  
OF  
BIVE CORPORATION**

**ARTICLE I. CORPORATE NAME.**

The name of this corporation is: BIVE CORPORATION, a Florida corporation  
Corporate Address: 2951 East 9<sup>th</sup> Avenue, Hialeah, Florida 33013.

**ARTICLE II. 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 III. DURATION.**

This corporation shall have perpetual existence unless sooner dissolved in accordance with the laws of the State of Florida. The date on which corporate existence shall begin is: May 6, 2002

**ARTICLE IV. 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: 750 shares.
- C. Par Value:** Each share of Common Stock shall have par value of \$10.00.
- D. Consideration:** Shares of Common Stock may be issued in exchange for cash, real property, labor or services rendered, or any other 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.
- G. 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 assets legally available for such purpose.
- H. Liquidation Rights:** Holders of Common Stock are entitled, in the event of liquidation or dissolution of this corporation, to receive their pro-rata share of any assets of this corporation remaining after payment of all corporate debts and obligations.

402000133909

FILED  
02 MAY -6 AM 8:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE V. INITIAL REGISTERED AGENT AND OFFICE.**

The street address of the Initial Registered Office of this corporation is: 240 East Flagler Street, Miami, FL 33131 and the name of the Initial Registered Agent of this corporation at that address is Cesar R. Camacho, Esq.

**ARTICLE VI. DIRECTORS.**

This corporation shall have initially Two Directors. The number of Directors may either increase or decrease, from time to time by the bylaws but shall never be less than one. The name and address of the Initial Directors of this corporation is:

Clemente Vera, President and Director  
2951 East 9<sup>th</sup> Avenue, Hialeah, Florida 33013  
and  
Giorgio Biholini, Vice President, Secretary, and Director  
755 Curtisswood Drive, Key Biscayne, Florida 33149

**ARTICLE VII. INITIAL SUBSCRIBER.**

The name and address of the Initial Subscriber of these Articles of Incorporation is:

**Cesar R. Camacho, Esquire**  
**240 East Flagler Street**  
**Miami, Florida 33131**

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 6<sup>th</sup> day of May 2002.

  
Subscriber

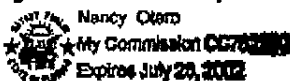
STATE OF FLORIDA )

SS:

COUNTY OF MIAMI-DADE )

I hereby Certify that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared Cesar R. Camacho, known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that she executed the same, that I relied upon the following form of identification of the above-named person: Personal Knowledge, and that an oath (was) (was not) taken.

Notary Rubber Stamp



Witness my hand and seal in the County and State last aforesaid this 6<sup>th</sup> day of May 2002.

Printed Notary Signature

  
Notary Signature

CC 762289

H02000133909

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

First - That Blve Corporation, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation has named Cesar R. Camacho, Esq., located at 240 East Flagler Street, City of Miami, County of Miami-Dade, State of Florida, as its agent to accept service of process within this state.

HAVING BEEN NAMED AS REGISTERED AGENT AND 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.

SIGNATURE: \_\_\_\_\_

*Cesar R. Camacho*  
Cesar R. Camacho, Registered Agent

This Instrument was prepared by:  
Cesar R. Camacho, Esq.  
240 East Flagler Street  
Miami, Florida 33131  
Florida Bar No. 198005

FILED  
02 MAY -6 AM 8:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

H02000133909