# P02000077929

July 8, 2002

000006474530---0 -07/18/02--01004--002 \*\*\*\*122.50 \*\*\*\*\*78 75

Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, Fl 32314

Dear Sir/Madam

Subject: Articles of Incorporation for Creaciones Ada, Incorporated.

Attached please find Articles of Incorporation of Creaciones Ada, Inc., also included is a check in the amount of \$122.50 payable to Florida Dept. of State.

I can be reached during working hours at (305) 693-4759 and the mailing address is 2995 N. W. 95th Street, Miami, Fl 33147.

If you have any questions or need any additional information please do not hesitate to contact me.

Sincerely.

Encls.

PILED
2002 JUL 17 AM 8: 44
SECRETARY OF STATE
TALLAHASSEF FRANCE

10118/

# 2002 JUL 17 AM

## ARTICLES OF INCORPORATION OF CREACIONES ADA, INC.

## ARTICLE I. NAME

The name and address of this corporation is: Creaciones Ada, Inc.

2995 N.W. 95<sup>th</sup> Street Miami, Florida 33147

#### ARTICLE II.

#### **DURATION**

This corporation shall have perpetual existence commencing on the date of execution and acknowledgment of these articles.

#### ARTICLE III.

#### NATURE OF BUSINESS

Section I. The general nature of the business and objects and purposes to be transacted, promoted and carried on are to any and all things hereinafter mentioned, as Fully and to the same extent as natural persons might or could do, viz:

- a. To carry on business in the United States or any foreign country or contries, to buy, sell, import, lease, sub-lease, hold procure, transport, manufacture, acquire and deal generally, both whole-sale and retail, in goods and services of all types, both as principal and agent, in any part of the world.
- b. To enter into, make, perform and carry out contract of every kind and for any lawful purpose with any person, firm, association and/or corporation.
- c. To exchange in the currency of foreign countries and the currency of the United States.
  - d. To purchase, hold and/or reissue the shares of its capital stock; and to subscribe to purchase, or otherwise acquire, or to guarantee, or to become surety in respect to the stock, bonds or other securities and obligations of the company and other companies.
  - e. To do all of such acts or things as they are incident or-- conducive to the premises, and to do all and everything necessary, suitable, convenient, or proper for the accomplishment of any of the purposes of the attainment of any of the objectives herein enumerated or incidental to the powers herein named, or which shall at any time appear conducive or expedient for the protection or benefit of the corporation

- f. No recitation or declaration of special powers or purposes herein enumerated shall be deemed to be exclusive, but all lawful powers contained in the laws of the State of Florida, now or in the future, to be enacted are hereby included in and made part thereof by reference.
- g. In general, to carry on any incidental business in connection with foregoing, whether manufacturing or otherwise and to have and exercise all the powers conferred by the laws of the State of Florida upon corporation of this character.

#### ARTICLE IV.

#### CAPITAL STOCK

The corporation is authorized to issue five hundred (500) shares of \$0.01 par value common stock

#### ARTICLE V.

#### **BOARD OF DIRECTORS**

This corporation shall have (2) directors initially. The number of directors will be Either increased or diminished from time under the by-laws, but never be less than one (1). The name and address of the directors of this corporation are:

ADA B PAZ, President 2995 N.W. 95<sup>th</sup> Street Miami, Fl 33147

JUAN G VENTURA, Vice President/Secretary 2995 N.W. 95<sup>th</sup> Street Miami, FI 33147

#### ARTICLE VI.

#### INCORPORATOR

The names and addresses of the persons signing these Articles are:

Ada B Paz, President, (Same as above) and Juan G Ventura, Vice President, Secretary (Same as above)

#### ARTICLE VII BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

#### ARTICLE VIII.

#### **AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

#### ARTICLE IX.

#### INITIAL REGISTERED OFFICE AND AGENT

The address of the initial registered office of this corporation is: 2995 N.W. 95<sup>Th</sup> Street, Miami, Fl 33147 and the name of the initial Registered Agent of the corporation at that address is: Ada B Paz.

IN WITNESS WHEREOFF, the undersigned has executed these Articles of

Incorporation this 8th day of July of 2002.

Ada B Paz, President

Juan G Ventura, Vice President/Secretary

#### ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in ARTICLE IX. of these articles of incorporation, the undersigned hereby to act in the capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of its duties.

Dated this 8th, day of July, 2002

#### STATE OF FLORIDA}

SS}

#### COUNTY OF MIAMI DADE

Before me, Notary Public, authorized in the State of Florida and Miami Dade-County, personally appeared Ada B Paz and Juan G Ventura known to me and known by me to be the persons who have incorporated and executed the foregoing Articles of Incorporation of: Creaciones Ada, Inc. They acknowledged before me that they executed those Articles of Incorporation.

> Zolla P. Rivadeneira MY COMMISSION # CC871514 EXPRES

September 14, 2003
September 14,