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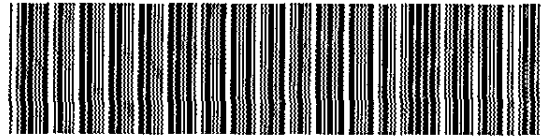
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W02-31883

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**CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):**

1. VICTORIA ENTERPRISES INC.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
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AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
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<input type="checkbox"/>	Other

Examiner's Initials



FLORIDA DEPARTMENT OF STATE

Jim Smith  
Secretary of State

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02 NOV -8 AM 10:58  
DIVISION OF CORPORATION

November 6, 2002

LAZARUS

SUBJECT: VICTORIA ENTERPRISES, INC.  
Ref. Number: W02000031883

We have received your document for VICTORIA ENTERPRISES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6928.

Tim Burch  
Document Specialist  
New Filing Section

Letter Number: 002A00060740

**ARTICLES OF INCORPORATION OF VICTORIA MULTI MEDIA ENTERPRISES, INC.**

The undersigned incorporators for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

**ARTICLE I - NAME**

The name of this corporation is *Victoria Multi Media Enterprises, Inc.* (hereinafter referred to as the "Corporation").

**ARTICLE II - PRINCIPAL OFFICE**

The initial address of the principal office of this Corporation is 425 North Hibiscus Drive, Suite 1, Miami Beach, FL 33139 and the initial mailing address of this Corporation shall be 425 North Hibiscus Drive, Suite 1, Miami Beach, FL 33139.

**ARTICLE III - DURATION**

This Corporation shall have perpetual existence.

**ARTICLE IV - PURPOSE**

The primary purpose of this Corporation is to engage in any activity or business permitted under the laws of the United States and of the state of Florida.

**ARTICLE V - CAPITAL STOCK**

The number of shares of stock that this Corporation is authorized to issue is: 1000 (one thousand) and shall have no designated par value. Any further distribution of shares will be issued in the manner proscribed by the Board of Directors.

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STATE  
FLORIDA

Notwithstanding, anything in these Articles of Incorporation, this Corporation is authorized to issue only one class of stock and such stock shall be designated as common stock.

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

The name of the initial registered agent of this corporation is Carla Davis, 425 North Hibiscus Drive, Suite 1, Miami Beach, FL 33139, upon whom process in any action or proceeding against this Corporation may be served.

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

This Corporation shall have two (2) initial Directors on the initial Board of Directors of this Corporation.

The initial Director on the initial Board of Directors shall remain on the initial Board of Directors until the first election of the Board of Directors to be held in the manner and at the point in time prescribed by the bylaws adopted by this Corporation as amended from time to time. The number of directors may be increased or decreased from time to time on accordance with the bylaws adopted by this Corporation as amended from time to time. Notwithstanding anything in these Articles of Incorporation, the number of Directors on the Board of Directors shall never be less than one (1). The names of the initial Directors on the initial Board of Directors of this Corporation is:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
Carla Davis	Director	425 North Hibiscus Drive, Suite 1, Miami Beach, FL 33139
Roberto Frigerio	Director	Bartolome Mitre, 1943, 13C, B. Aires, Argentina

### **ARTICLE VIII - OFFICERS**

This Corporation shall have four initial offices and these offices shall be filled, as follows, until the first election of Officers to be held at the point in time prescribed by the bylaws adopted by this Corporation as amended from time to time:

President: Roberto Frigerio

Vice-president: Carla Davis

Secretary: Carla Davis

Treasurer: Roberto Frigerio

Additional offices may be created in accordance with the bylaws.

### **ARTICLE IX - INDEMNIFICATION**

This Corporation shall indemnify any Officer or Director, to the full extent permitted by the law.

### **ARTICLE X - INCORPORATOR**

In order to incorporate this Corporation and in order to effectuate the governance in accordance with these Articles of Incorporation, the undersigned incorporators acknowledge the above provisions with their respective signatures:

  
Incorporator

**WRITTEN ACKNOWLEDGEMENT OF REGISTERED AGENT**

I, Carla Davis, as the initial registered agent of this Corporation designated under Article VI of these Articles of Incorporation hereby acknowledge my duties as such registered agent and state that I am familiar with the laws of Florida Business Corporation Act.

  
Registered Agent