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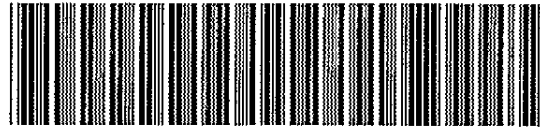
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

✓✓

**TRANSMITTAL LETTER**

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

SUBJECT: FRISINA VIAGGI TOURS  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate of Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☒ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

**ADDITIONAL COPY REQUIRED**

FROM: Sabrina Chassagne  
Name (Printed or typed)

One NE 2nd Ave. #208  
Address

Miami, FL 33132  
City, State & Zip

(305) 358-0005  
Daytime Telephone number

**NOTE: Please provide the original and one copy of the articles.**



FLORIDA DEPARTMENT OF STATE

Jim Smith  
Secretary of State

December 17, 2002

SABRINA CHASSAGNE  
ONE NE 2ND AVE. #208  
MIAMI, FL 33132

SUBJECT: FRISINA VIAGGI TOURS, INC.  
Ref. Number: W02000035296

We have received your document for FRISINA VIAGGI TOURS, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

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) 245-6067.

Neysa Culligan  
Document Specialist  
New Filing Section

Letter Number: 102A00066467

**ARTICLES OF INCORPORATION  
OF  
FRISINA VIAGGI TOURS, INC.**

The undersigned, acting as incorporator of FRISINA VIAGGI TOURS, INC. under the Florida General Corporation Act, adopts the following Articles of Incorporation.

**ARTICLE I. NAME**

The name of the corporation is FRISINA VIAGGI TOURS, INC.

**ARTICLE II. COMMENCEMENT OF EXISTENCE**

The existence of the Corporation will commence on January 1, 2003.

**ARTICLE III. PRINCIPAL PLACE OF BUSINESS**

The principal place of business shall be 100 S.W. 117<sup>th</sup> Terrace, #208, Pembroke Pines, FL 33025.

**ARTICLE IV. DURATION**

The corporation will exist perpetually.

**ARTICLE V. PURPOSE**

This corporation shall serve as holding company that may engage in any activity or business permitted under the laws of the United States and Florida.

More specifically, the general purpose or purposes for which the holding company is organized are as follows:

To provide travel service as a travel agency.

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TALLAHASSEE, FLORIDA

## **ARTICLE VI. AUTHORIZED SHARES**

The maximum number of shares that the corporation is authorized to have outstanding at this time is 1000 shares of Class A common stock, having par value of \$1.00 per share. The consideration to be paid for each share of Class A common stock shall be fixed by the Board of Directors and may be paid in whole or in part in cash other property, tangible or intangible, or in labor or services actually performed for the corporation, with a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

## **ARTICLE VII. INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is One N.E. 2<sup>nd</sup> Avenue, Suite 208, Miami, FL 33132 and the name of the corporation's initial registered agent is **Sabrina Chassagne, Esq.**

## **ARTICLE VIII. INITIAL BOARD OF DIRECTORS**

The corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time as provided in the bylaws, but shall never be less than one (1) or more than five (5). The name and street address of the initial directors are:

<u>NAME</u>	<u>ADDRESS</u>
Rosa Virgara, Vice-President	Santa Rosa 2030 - (1714) Ituzaingo Buenos Aires, Rep. Argentina c/o 100 S.W. 117 <sup>th</sup> Terrace, #208 Pembroke Pines, FL 33025
Carmen Rosario, President	100 S.W. 117 <sup>th</sup> Terrace, #208 Pembroke Pines, FL 33025
Andres Rosario, Secretary/Treasurer	100 S.W. 117 <sup>th</sup> Terrace, #208 Pembroke Pines, FL 33025

## **ARTICLE IX. MANAGEMENT BY SHAREHOLDERS**

All powers of the corporation shall be exercised by or under the authority of, and the business and affairs of the corporation shall be managed under the direction of the Board of Directors. The name and street addresses of the original shareholders are:

### **NAME**

### **ADDRESS**

Carmen Rosario

100 S.W. 117<sup>th</sup> Terrace, #208  
Pembroke Pines, FL 33025

Class A Common Stock-400

Rosa Virgara

Santa Rosa 2030 - (1714) Ituzaingo  
Buenos Aires, Rep. Argentina  
c/o 100 S.W. 117<sup>th</sup> Terrace, #208  
Pembroke Pines, FL 33025

Class A Common Stock-600

## **ARTICLE X. INCORPORATOR**

The name and street address of the incorporator are:

### **NAME**

### **ADDRESS**

Carmen Rosario

100 S.W. 117<sup>th</sup> Terrace, #208  
Pembroke Pines, FL 33025

The incorporator of the corporation assigns to this corporation her rights under Section 607.161, Florida Statutes, to constitute a corporation, and she assigns to those persons designated by the Board of Directors any rights she may have as incorporator to acquire any of the capital stocks of this corporation, this assignment becoming effective on the date corporate existence begins.

#### **ARTICLE XI. CUMULATIVE VOTING**

Every shareholder having the right to vote at a meeting of shareholders shall be entitled, in any election of directors, to that number of votes equal to the number of shares held by that shareholder multiplied by the number of directors to be elected, and each shareholder may either cast all those votes for a single candidate or distribute them among any two or more of the candidates. In voting on all other proposals, each shareholder having the right to vote shall be entitled to one vote for each share of voting stock held.

#### **ARTICLE XII. BYLAWS**

The power to adopt, alter, amend, or repeal bylaws shall be vested in the Board of Directors and shareholder, except that the Board of Directors may not amend or repeal any bylaws adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

#### **ARTICLE XIII. BYLAWS**

The corporation reserves the right to amend, alter, change or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

IN WITNESS WHEREOF, undersigned incorporator has executed these Articles of Incorporation this 5th day of December, 2002.

  
\_\_\_\_\_  
CARMEN ROSARIO

5

STATE OF FLORIDA

COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me on this 5<sup>th</sup> day of December, 2002, by CARMEN ROSARIO

☒ Personal knowledge

☐ Produced identification

Type of identification: ALDL

Barbara M. Gutierrez  
NOTARY PUBLIC  
State of Florida Large




Barbara M. Gutierrez  
MY COMMISSION # CC965978 EXPIRES  
September 6, 2004  
BONDED THRU TROY FAIN INSURANCE, INC.



### ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for FRISINA VIAGGI TOURS, INC. the foregoing Article of Incorporation, I, on behalf of FRISINA VIAGGI TOURS, INC., a Florida corporation, hereby agree to accept service of process for said Corporation and to comply with any and all Statutes relative to the complete and proper performance of the duties of registered agent.

SABRINA CHASSAGNE, REGISTERED AGENT

By:   
Sabrina Chassagne

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TALLAHASSEE, FLORIDA