

P0300000 1155

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

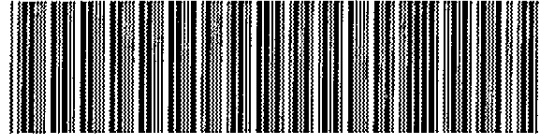
(Document Number)

Certified Copies _____

Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



400009708854

01/03/03--01022--004 **78.75

FILED
03 JAN -3 AM 10:59
SECRETARY OF STATE
TALLAHASSEE FLORIDA

LAW OFFICES OF
ALLEN DAVID STOLAR
21301 POWERLINE ROAD, SUITE 306
BOCA RATON, FLORIDA 33433-2891

TEL: (561) 487-8990

FAX: (561) 487-8199

December 30, 2002

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

RE: HACIENDA de LAO, INC.

To Whom It May Concern:

Enclosed, herewith, please find the original and one copy of the Articles of Incorporation for the captioned corporation. Further, I am enclosing my check in the amount of \$78.75, which represents the following fees:

(a.) Filing Fee	\$35.00
(b.) Certified Copy	8.75
(c.) Registered Agent Fee	35.00

Total: \$78.75

Please file the original Articles of Incorporation and return a certified copy of same to the undersigned.

Your prompt attention to this matter will be appreciated.

Cordially yours,



ALLEN D. STOLAR

ADS:mfd
enclosures: as stated

ARTICLES OF INCORPORATION

OF

HACIENDA de LAO, INC.

FILED
03 JAN -3 AM 10:59
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I

NAME and MAILING ADDRESS

The name of the corporation shall be:

HACIENDA de LAO, INC.

and its principal office and mailing address is:

c/o ALLEN D. STOLAR
21301 Powerline Road #306
Boca Raton, FL 33433-2391

Its business shall be carried on in the State of Florida, in the United States of America and elsewhere, as may be authorized by its Board of Directors.

ARTICLE II

DURATION

The duration of the corporation shall be perpetual.

ARTICLE III

NATURE OF BUSINESS

The general nature of the business to be transacted by the corporation shall be:

SECTION I: To own and operate, buy and sell and/or lease real and personal property.

SECTION II: To generally engage in, do and perform any enterprise, act or vocation that a natural person might do or perform.

ML
ML
@/

SECTION III: To engage in and carry on any business or businesses and every act or deed pertaining thereto, either directly or indirectly, which is not prohibited by the laws of the State of Florida, and to so engage in and carry on said business or businesses in Florida, or in any other State in the United States or in any foreign country. To do any and all things necessary, suitable, useful, proper or admissible for the accomplishment of any one of the purposes or for the attainment of any of the objects or further exercise of the powers herein set forth, whether herein specified or not, either alone or in connection with other firms, individuals or corporations, whether in this state or throughout the United States and elsewhere.

ARTICLE IV

CAPITAL STOCK

The maximum number of shares of stock this corporation is authorized to have outstanding at any time, shall be 1,000 shares of Five (\$5.00) Dollars par value, unless duly changed in accordance with the laws of the State of Florida. It is the intention of this corporation that the stock issued shall qualify as "Section 1244 stock", as such term is defined in the Internal Revenue Code and the Regulations issued thereunder. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE V

RESTRICTIVE STOCK AGREEMENTS

Shareholders may enter into agreements with the corporation or with each other to control or restrict the transfer of stock, and such agreements may take the form of options, rights of first refusal, buy-sell agreements or any other lawful form of agreement.

ARTICLE VI

ADDITIONAL POWERS

Any unissued stock or such additional authorized issue of new stock or of other securities convertible into stock, may be issued and disposed of pursuant to resolution

of the Board of Directors to such persons, firms, corporations or associations and upon such terms as may be deemed advisable by the Board of Directors in the exercise of their discretion.

ARTICLE VII

PREEMPTIVE RIGHTS

WVL
ML
Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII

INITIAL REGISTERED AGENT AND OFFICE

JS
The corporation's initial registered agent and registered office is as follows:

ALLEN D. STOLAR
21301 Powerline Road, #306
Boca Raton, FL 33433-2391

Acknowledgment and Consent of Registered Agent:

Having been named Registered Agent to accept service of process on the corporation at the initial Registered Office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of law pertaining thereto.



ALLEN D. STOLAR

ARTICLE IX

INITIAL BOARD OF DIRECTORS

SECTION I: The number of Directors constituting the initial Board of Directors is 3.

SECTION II: The name and address of each of the members of the first Board of Directors is as follows:

MARIO V. LAO

Urb. Santa Maria
506 Calle Ferrocarril
Ponce, Puerto Rico 00717-1106
" "

MARIA del CARMEN LAO SMITH

FLORENCIO LAO

" "

SECTION III: The number of Directors may be increased or diminished from time to time in accordance with the By-Laws.

ARTICLE X

INDEMNIFICATION OF OFFICERS, DIRECTORS, EMPLOYEES AND AGENTS

UUL
ML
6/2
The corporation shall indemnify any Director or Officer, and shall have the power to indemnify any employee, agent or other person who was or is a party or is threatened to be made a party, to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that he was or is acting on behalf of, or at the request of the corporation. Such indemnification may take the form of court costs, attorneys' fees or other expenses incurred by such persons involved in such action, suit or proceeding.

ARTICLE XI

AMENDMENT

These Articles of Incorporation may be amended or repealed by an affirmative vote of a majority of the shareholders of the corporation at any meeting called expressly for that purpose, and all rights conferred on shareholders hereunder are granted, subject to this reservation.

ARTICLE XII

INCORPORATORS

The names and addresses of each of the subscribers to these Articles of Incorporation and the number of shares of stock which each agrees to take are:

