

PO3000012344

(Requestor's Name)

Catalina Romero  
4311 SW 160th Ave #105  
Miramar FL 33027

(City/State/Zip/Phone #)

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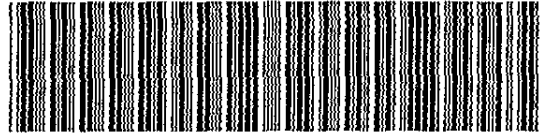
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**Articles of Incorporation  
of  
Two Friends and a Baskets, Inc.**

The undersigned for the purpose of forming a corporation under the laws of Florida, hereby adopt the following articles of incorporation.

**Article I. Corporate Name**

The name of the corporation is: **Two Friends and a Basket, Inc.**

**Article II. Nature of Business and Powers**

The general nature of this business to be transacted by this corporation is to engage in any and all business permitted under law of the State of Florida related to sale of consumer products and services.

**Article III. Capital Stock**

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is One thousand Five Hundred (1,500) shares of common stock having a par value of One dollar (\$1.00) per share.

**Article IV. Term of Existence**

This corporation shall have perpetual existence commencing upon the filing of these articles.

**Article V. Principal Address**

The principal address of the corporation shall be:

4311 SW 160th Ave #105  
Miramar, FL 33027

**Article VI. Registered Agent**

Catalina Romero  
4311 SW 160th Ave #105  
Miramar, FL 33027

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**Article VII. Initial Board of Directors**

This corporation shall have Two (2) Directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than One (1). The names and addresses of the initial directors of the corporation are as follows:

Catalina Romero  
4311 SW 160th Ave #105  
Miramar, FL 33027

Mayte Esquivel  
7975 SW 66 St #223  
Miami, FL 33143

**Article VIII. Indemnification**

This corporation shall indemnify any Officer or Director, or any former officer or Director, to the fullest extent permitted by law.

**Article IX. Amendment**

These Articles of Incorporation may be amended in the manner provided by law.

**Article X. Transfer of Stock**

No stockholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any of the shares of the corporation without first offering such shares of the corporation at the net asset value thereof. Such offer shall be in writing signed by the stockholder; shall be sent by registered or certified mail to the corporation at its principal place of business; and shall remain open for acceptance by the corporation for a period of thirty (30) days from the date of mailing. If the corporation fails or refuses within such period to make a satisfactory arrangement for the purchase of such shares, the stockholder shall have the right to dispose of his/her shares as he/she may see fit.

**Articles of Incorporation  
of  
Two Friends and a Baskets, Inc.**

**Article XI. Incorporators**

The name and address of the persons signing these articles of incorporation as incorporators are as follows:

Catalina Romero  
4311 SW 160th Ave #105  
Miramar, FL 33027

Mayte Esquivel  
7975 SW 66 St #223  
Miami, FL 33143

Executed by the undersigned at Miami, Florida on January 20, 2002.

  
Catalina Romero

  
Mayte Esquivel

State of Florida  
County of Dade

**Certificate and Acknowledgement of Registered Agent**

**Two Friends and a Basket, Inc.**

(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

The above corporation, desiring to organize or qualify under the laws of the State of Florida, with its registered office as indicated in the Articles of Incorporation at

4311 SW 160<sup>th</sup> Avenue - #105  
Miramar, FL 33027

Has named Catalina Romero, as its registered agent to accept service of process within Florida

**Acknowledgment**

Having been named registered agent to accept service in process for the above-stated corporation at the place designated in this certificate, Catalina Romero hereby agrees to act in that capacity and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of such duties.

  
Catalina Romero

Date: 1/20/2003

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