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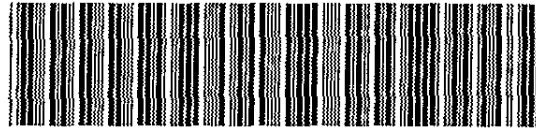
(Business Entity Name)

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EXPIRATION DATE

03-01-03

03/04/03--01101--003 **78.75

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03-06-03
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TRANSMITTAL LETTER

Delivered By: US Postal certified Return Receipt No. _____

Florida Department of State
Division of Corporations
409. E. Gaines St.
Tallahassee, FL 32399

T.R. & K ENTERPRISE, INC.

SUBJECT:

(PROPOSED CORPORATE NAME)

Enclosed please find an original and one copy of the articles of incorporation for the above corporation and a check for \$78.75 (BPPR 0929) for Filing Fee and Certified Copy.

FROM: Teodoro A. Neira
Name

240 Westward Drive
Address

Miami Springs, FL 33166
City, State & Zip Code

CK# 1884.- F. UNION. ATTACHED.-

ARTICLES OF INCORPORATION

OF: T.R. & K. ENTERPRISES, INC.

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby for a Corporation for profit under Chapter 607 and 621 of the Florida Statutes.

ARTICLE I – NAME

The name of the Corporation is T.R. & k. ENTERPRISES, INC.

ARTICLE II – PURPOSE OF CORPORATION

The Corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III – PRINCIPLE OFFICE

The address of the principle office of this Corporation until further notice is: 240 WESTWARD DRIVE, Miami Springs, FL 33166 and the mailing address is same until further notification..

ARTICLE IV - INCORPORATOR

The name and street address of the incorporator of this Corporation is:

TEODORO A NEIRA
240 WESTWARD DRIVE
MIAMI, FL.33166

ARTICLE V – OFFICERS

| | |
|------------|------------------|
| President: | ROSA E. NEIRA |
| Secretary: | KAREN Z. NEIRA |
| Treasurer: | TEODORO A. NEIRA |

whose address shall be the same as the principle office of the Corporation.

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ENTERSIVE DATE
03-01-03

ARTICLE VI - DIRECTOR(S)

The Director(s) of the Corporation shall be:
TEODORO A. NEIRA

whose address shall be the same as the principle office of the Corporation.

ARTICLE VII - CAPITALIZATION

7.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is **SEVEN THOUSAND FIVE HUNDRED (7,500)** shares of common stock, each share having the par value of **ONE DOLLAR (\$1.00)**.

7.2 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided however, that the Board of Director(s) may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Director(s) may deem advisable in connection with such issuance.

7.3 The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares or its stock of any class, whether or now or hereafter authorized, the securities convertible into shares of its stock of any class, whether now, or hereafter authorized, for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

7.4 The Board of Director(s) of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

ARTICLE VIII – SHAREHOLDERS’ RESTRICTIVE AGREEMENT

All of the shares of stock of this Corporation may be subject to a Shareholders’ Restrictive Agreement containing numerous restrictions on the rights of the shareholders of the Corporation and transferability of the shares of stock of the Corporation. A copy of the Shareholders’ Restrictive Agreement, if any, is on the file as the principle office of the Corporation.

ARTICLE IX – POWERS OF THE CORPORATION

The Corporation shall have the same powers as an individual to do all things necessary of convenient to carry out its business and affairs, subject to limitations or restrictions imposed by applicable law or these Articles of Incorporation.

ARTICLE X – TERM OF EXISTENCE

The Corporation shall have perpetual existence.

ARTICLE XI – REGISTERED OWNER(S)

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have noticed thereof.

ARTICLE XII – REGISTERED AGENT AND REGISTERED OFFICE

The registered agent of this Corporation is Teodoro A. Neira and the address Are 240 Westward Drive, Miami Springs, Fl. 33166.

ARTICLE XIII – BYLAWS

The Board of Director(s) of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Director(s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

ARTICLE XIV – EFFECTIVE DATE

These Articles of Incorporation shall be effective March. 1, 2003.

ARTICLE XV – AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment thereto are granted subject to this reservation.

The undersigned Incorporator has executed these Articles of Incorporation under the laws of the State of Florida this 28 day of February 2003.



Teodoro A. Neira Incorporator

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporations, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

T.R. & K., ENTERPRISES, INC.

2. The name and address of the registered agent and office is:

TEODORO A. NEIRA

ADDRESS: 240 WESTWARD DRIVE, MIAMI FL. 33166

The following officer of this corporation has authorized the above person and office to be its registered agent and registered office.

Signature 

President

Title _____

Date 02-28-2003

ACCEPTANCE BY AGENT

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature: 

Date: Feb 28-03

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