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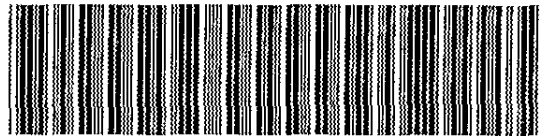
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

KF

TRANSMITTAL LETTER

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

SUBJECT: C.I. DERBY INC
(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: RICARDO PARRA
Name (Printed or typed)

10755 NW 50th ST. APT.209

Address

MIAMI, FL. 33178

City, State & Zip

305-807-6764

Daytime Telephone number

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

ARTICLES OF INCORPORATION

ARTICLES OF INCORPORATION OF C.I. DERBY, INC.

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**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

The undersigned incorporator, natural persons 18 years of age or older, in order to form a corporate entity under the Florida Statutes; adopt the following articles of incorporation.

ARTICLE I NAME / REGISTERED OFFICE

The name of this corporation shall be C.I. DERBY, INC.

ARTICLE II DURATION

This corporation shall have perpetual existence commencing on the filing of these articles, which the Department of State.

ARTICLE III NATURE OF BUSINESS

The purpose of this Corporation is to be engaged in all commercial activities in general, including Import & Export, Distribution, Representation, Storage, Transport of all sorts of traditional and non traditional goods, as well as the rendering of all Services and Advisory in general, Representation of Domestic and Foreign Companies, it may also be involved in Information Technology Services, as well as General Investments.

ARTICLE IV CAPITAL STOCK

This Corporation is authorized to issue 100 shares of \$ 1.00 per value common stock which shall be designated "Common Shares".

ARTICLE V PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro rata share thereof (as nearly as it may be done without issuance of fractional share) at the price at which it may be offered to others.

**ARTICLE VI
LOCATION**

This Corporation will initially have the following address as its headquarters: 10755 NW 50th ST. Apt. 209 Miami, FL 33178. The Board of Directors may from time to time designate other address as the Corporation's main quarters.

**ARTICLE VII
MEMBERSHIP / BOARD OF DIRECTORS**

Name	Address	
Jose Luis Menacho	10755 NW 50 th St. Apt. 209 Miami, FL 33178	President
Name	Address	
Wilfredo Menacho B	10755 NW 50 th St. Apt. 209 Miami, FL 33178	Vice President

**ARTICLE VIII
SUBSCRIBERS / SHAREHOLDERS**

Name	Address	Shares
Wilfredo Menacho C.	10755 NW 50 th St. Apt. 209 Miami, FL 33178	85%
Name	Address	Shares
Gladys Biaggi	10755 NW 50 th St. Apt. 209 Miami, FL 33178	10%
Name	Address	Shares
Jose Luis Menacho	10755 NW 50 th St. Apt. 209 Miami, FL 33178	2%
Name	Address	Shares
Wilfredo Menacho B.	10755 NW 50 th St. Apt. 209 Miami, FL 33178	2%
Name	Address	Shares
Katherin Manacho	10755 NW 50 th St. Apt. 209 Miami, FL 33178	1%

**ARTICLE IX
AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at the stockholders meeting by majority of the stock entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to these articles of incorporation be made.

ARTICLE X
LIMITATIONS ON CORPORATE STOCK

1. No shareholder can enter into a voting trust agreement or any other type of agreement vesting another person with the authority to exercise the voting power of any or all of his stock.
2. If any officer, Shareholder, Agent or employee of this corporation who has been rendering professional services to the public becomes legally disqualified to render such service within the State of Florida, or is elected to public office or accepts employment that, pursuant to existing law, places restrictions or limitations upon his continued rendering of such services, he shall sever all employment with and financial interest in the Corporation.
3. No shareholder of the Corporation may sell or transfer his stock in this corporation except to another individual who is eligible to be shareholder of the corporation.

ARTICLE XI
INDEMNIFICATION

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

ARTICLE XII
DISSOLUTION

The Corporation may be dissolved at any time on the affirmative vote of the holder of at least two thirds (2/3) of the outstanding shares of the corporation entitled to vote thereon. On dissolution the corporate property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders pro rata, each shareholder to participate in direct proportion to the number of shares held by him.

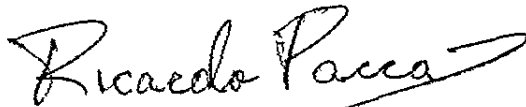
ARTICLE XIII
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 10755 NW 50th St. Apt. 209 Miami, FL 33178. and the name of initial registered agent of this corporation at the above address is: Mr. Ricardo Parra

I HEREBY STATE TO BE FAMILIAR WITH
AND ACCEPT THE DUTIES AND
RESPONSIBILITIES OF THE REGISTERED AGENT



Ricardo Parra
10755 NW 50th St. Apt. 209
Miami FL 33178



Signature / Incorporator Agent

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TALLAHASSEE, FLORIDA