Division of Corporations

Page 1 of 2

Florida Department of State

Division of Corporations Public Access System

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Division of Corporations

Fax Number : (850)205-0381

From:

Account Name : FAS-T CORP. AGENTS, INC.

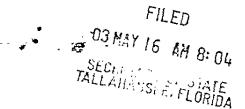
Account Number : 071001002335 Phone : (305) 599-0839 Fax Number : (305)716-0346

# FLORIDA PROFIT CORPORATION OR P.A.

HOFER INVESTMENTS, INC.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

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#### ARTICLES OF INCORPORATION

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#### HOFER INVESTMENTS, INC.

## ARTICLE I-NAME

The name of this Corporation is HOFER INVESTMENTS, INC.

# ARTICLE II-DURATION

This Corporation shall have perpetual existence commencing at the time of filing of the Articles of Incorporation with the Department of State.

#### ARTICLE III-PURPOSE

This Corporation is organized for the purpose of transacting any lawful business.

### ARTICLE IV-CAPITAL STOCK

This Corporation is authorized to issue 1000 shares at \$1.00 par value, common stock.

#### ARTICLE V-RIGHTS-UPON LIQUIDATION OR DISSOLUTION

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this corporation, the holders of record of the common shares shall receive a ratable distribution of the assets of the corporation.

## ARTICLE VI-PRE-EMPTIVE RIGHTS

Each 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 may be done without issuance of fractional shares) at the price at which is offered to others. ---

#### ARTICLE VII-INITIAL REGISTERED OFFICE AND AGENT AND PRINCIPAL ADDRESS

The street address of the initial registered office and principal address of this corporation is: 10441 S.W. 20th Street, Miami, Florida 33165. The name of the initial registered agent of this corporation at that address is: GUSTAVO F.FERNANDEZ.

#### ARTICLE VIII-INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be increased from time to time as provided for by the Bylaws. The names and addresses of the initial directors of this corporation are:

QUSTAVO F. FERNANDEZ

10441 S.W. 20 Street Miami, Florida 33165

MANUEL BORTA

6803 Loch Ness Drive Miami Lakes, Florida 33014

#### ARTICLE II-INCORPORATORS AND SUBSCRIBERS

The name and addresses of the persons signing these Articles are:

GUSTAVO F. FERNANDEZ

10441 S.W. 20 Street Miami, Florida 33165

MANUEL HORTA

6803 Loch Wess Drive Miami Lakes, Florida 33014

#### ARTICLE X-BYLAMS

The power to adopt, alter, amend and repeal bylaws shall be vested in the Board of Directors and the shareholders.

# ARTICLE IL-RESTRICTIONS ON THE TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued

## H03000196081 1

initially to the following persons in the amount set opposite his name.

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GUSTAVO F. FERNANDEZ. . . . . . . . . . 200 Shares

MANUEL HORTA 200 Shares

Shares held by the initial shareholders listed above may not be resold or otherwise transferred to others unless such shares are first offered to the remaining shareholder or to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among the shareholder and this corporation.

# ARTICLE XII-CUMULATIVE VOTING

At each election for directors each shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

#### ARTICLE KILL-CALLING OF SPECIAL MEETINGS

Special meetings of the shareholder may be called by the Board of Directors.

## ARTICLE IIV-SHARRHOLDERS QUORUM AND VOTING

Pifty percent of the shares plus one entitled to vote represented in person or by proxy shall constitute a quorum at the meeting of shareholders. If the quorum is present the affirmative vote of fifty percent of the shares plus one represented at the

meeting and entitled to vote on the subject matter shall be the act ... of the shareholders.

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#### ARTICLE ZV-AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

REFORE ME, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgement, personally appeared GUSTAVO F. FERNANDEZ and MANUEL HORTA, to me known to be the persons described in and who executed the same for the purposes therein expressed, and who did take a oath.

last aforesaid on this day of and County and State

CAROLING GARCIA

MY COMMISSION SCORES AND

EXPIRES November 7, 2003

MY Commission From the County

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CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 607.34 Florida Statutes, the following is submitted, in compliance with said Act:

First-That MOVER INVESTMENTS, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation at the City of Miami, County of Dade, State of Florida, has named GUSTAVO F, FERNANDEZ, whose address is 10441 S.W. 20 Street, Miami, Florida 33165, as its agent to accept service of process within this state.

ACKNOWLEDGMENT: (Must be signed by designated agent)

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

BY:

Gustavo F. FERNANDEZ Registered Agent