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**ARTICLES OF INCORPORATION
OF
ABC VESSEL AGENCY, INC.**

The undersigned incorporators, for the purpose of forming a corporation under the laws of the State of Florida, adopt the following Articles of Incorporation.

ARTICLE I – NAME

The name of the corporation is: **ABC VESSEL AGENCY, INC..**

ARTICLE II – NATURE OF BUSINESS

The general character of nature of the business to be transacted by this corporation is to transact any and all lawful business for which corporations may be incorporate under the Florida General Corporations Act.

ARTICLE III – CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is TEN THOUSAND (10,000) shares of common stock, each share having a par value of ONE (1) Dollar of the United States of America.

Shares may be issued only for consideration having a value, in the judgment of the board of Directors, at legal equivalent to the full par value of the stock to be issued. All shares shall be fully paid and non-assessable.

ARTICLE IV – PREEMPTIVE RIGHTS

In the event that any authorized, but un issued stock, is to be issued, or any class of stock shall be created, or the authorized number of shares of any class shall be increased, or any bonds, notes, debentures, or other securities, convertible into stock, are to be issued, the holders of shares of the corporation, outstanding at the time such authorized, but un issued stock, such new class of stock, or such increase is offered for subscription of such bonds, notes, debentures, or other securities convertible into stock, before the same is offered for public subscription or sale, in proportion to the number of shares owned respectively by each of the holders of such stock.

ARTICLE V – TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI – ADDRESS

The initial address of the principal office of this corporation is to be 3611 N.W. South River Drive, Miami, Florida 33142. The Board of Directors may, from time to time, designate such other address and place for the principal office of this corporation as it may see fit.

ARTICLE VII – DIRECTORS

The number of directors may be increased from time to time in manner set forth in the By-laws, but the number of directors shall be less than two (2)

ARTICLE VIII – INITIAL DIRECTORS

The name and address of the first Board of Directors who shall hold office until their successors are elected or appointed and have qualified is as follows:

NAME	ADDRESS
Aida R. Gil	3611 N.W. South River Drive Miami, Florida 33142
Carlos A. Saenz	3611 N.W. South River Drive Miami, Florida 33142

ARTICLE IX – INCORPORATOR

The name and street address of the incorporator of these Articles of Incorporations is:

NAME	ADDRESS
Carlos A. Saenz	3611 N.W. South River Drive Miami, Florida 33142

ARTICLE X – CONFLICT OF INTEREST

No contract between this corporation and other corporations or another individual shall be invalidated solely by reason of the fact that one or more of the officers or directors of the same other corporation, or by reason of the fact that one or more of the officers and directors of this corporation may be the other individual or individuals contract with this corporation.

ARTICLE XI – AMENDMENT

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

ARTICLE XII – ADDRESS OF REGISTERED OFFICE

The initial street address of the registered office of this corporation is to be at 3611 N.W. South River Drive, Miami, Florida 33142. The Board of Directors may from time to time, designate such other address and place for the principal office of this corporation as it may see fit.

ARTICLE XIV – SERVICE OF PROCESS

All legal service shall be made upon Carlos A. Saenz at 3611 N.W. South River Drive, Miami, Florida 33142. The Board of Directors may from time to time, appoint a successor or successors for this purpose; and designate such other address and place for the service of process as may it see fit.

ARTICLE XIV – INDEMNIFICATION OF OFFICERS AND DIRECTORS

Each director and officer of the corporation now or hereafter serving as such, shall be indemnified and be held harmless by the corporation against any and all claims and/or liabilities to which he has or shall become subject by reason of serving or having served as such director or officer, or by reason of any action alleged to have been taken, omitted, or neglected by him as such director or officer; and the corporation shall reimburse each person for all legal expenses including legal expenses on appeal matter.

The right of indemnification hereinabove provided for shall not be exclusive of any rights to which any directors or officer for the corporation may otherwise be entitled by law.

IN WITNESS WHEREOF, the foregoing Articles of Incorporation were executed this 15-day of May 2003.


CARLOS A. SAENZ Jr.
INCORPORATOR

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared **Carlos A. Saenz** to e well know to be the individual describe and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State named above this 16TH day of May 2003.



TRACY D. COCHRAN
Notary Public, State of Florida
My comm. exp. Dec. 29, 2004
Comm. No. CC 966191