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#### TRANSMITTAL LETTER

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

SUBJECT:	3100	Bay. I	MC.	
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)				
		<	•	
		•		
Enclosed are an orig	ginal and one (1) copy of the	articles of incorporation and	l a check for:	
□ \$70.00 Filing Fee	\$78.75 Filing Fee & Certificate of Status	X \$78.75 Filing Fee & Certified Copy ADDITIONAL CO	\$87.50 Filing Fee, Certified Copy & Certificate of Status PY REQUIRED	
FROM:	Bida B	ane (Printed or typed)	•	
\$	1602 A	LTON RI Address	)	
	MB	H 33/5	39.	
	(786) 2	24.6 - 596 e Telephone number	6	

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



July 15, 2003

BIDA BAY INC 1602 ALTON RD MIAMI BCH, FL 33139

SUBJECT: BIDA BAY, INCORPORATED

Ref. Number: W03000020065

We have received your document for BIDA BAY, INCORPORATED and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

Are you filing a not for profit corporation or a profit corporation. Not for profits do not have stock.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6933.

Dale White Document Specialist New Filings Section

Letter Number: 403A00041650

m Dec Carmen Roberto Registered agent (786) 246 5966 Cell. Registered agent (305) 535 8212 offer.

#### CERTIFICATE OF INCORPORATION

#### OF

## FILED 03 JUL 25 PM 3: 42

SECRETARY OF STATE TALLAHASSEE FLORIDA

#### **BIDA BAY, INCORPORATED**

The undersigned incorporator to these Articles of Incorporation hereby associate themselves together to form a Corporation pursuant to Chapter 607, Florida Statutes and adopt the following Articles under the laws of the State of Florida.

#### ARTICLE I

The name of the Corporation shall be: BIDA BAY, INCORPORATED.

#### ARTICLE II

The principal place of business of this corporation shall be: 1602 Alton Road, Miami Beach, Florida 33139.

#### ARTICLE III

The purpose for which the corporation for profit is formed and the business and the objects to be carried on and promoted by it are Real Estate Development and any activity or business permitted under the laws of the United States and the State of Florida.

#### ARTICLE IV CAPITAL STOCK

The maximum number of shares of stock of this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock, having a nominal or par value of One (\$1.00) dollar per share. All said shares shall be payable in cash, property, labor or services at a valuation to be fixed by the Board of Directors at meetings held and called for that purpose. Property, labor and services may be purchased or paid for with capital stock at a just valuation to be fixed by the Board of Directors.

Profits from this corporation shall be divided in three equal shares between each Director.

#### ARTICLE V

The amount of capital with which this corporation will begin business is not less that \$100.00 (one hundred) dollars.

#### ARTICLE VI TERM OF EXISTENCE

This corporation is to exist perpetually.

#### ARTICLE VII ADDRESS

The initial mailing address of the principal office of this corporation in the State of Florida is: Bida Bay Incorporated, 1602 Alton Road, Miami Beach, Florida 33139. The Board of Directors may from time to time move the principal office to another address in Florida.

## ARTICLE VIII DIRECTORS

This corporation shall have not less than one director and the corporation can increase or diminish the directors from time to time. The initial Board of Directors shall consist of:

Director: Steven Linn

Director: Wanda Morales

Director: M. Del Carmen Roberto

## ARTICLE IX INCORPORATOR

The name and address of the incorporator of these Articles of Incorporator is: M.Del Carmen Roberto, domiciled at 1602 Alton Road, Miami Beach, Florida 33139.

## ARTICLE X AMENDMENT

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

## ARTICLE XI REGISTERED OFFCE and REGISTERED AGENT

Bida Bay, Inc., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation in Dade County, Florida hereby designate: M.Del Carmen Roberto domiciled at 1602 Alton Road, Miami Beach, Florida 33139 as its registered agent.

In Miami Beach, Florida on this 7th day of July 2003.

J WANDA MORALES

M.DEL CARMEN ROBERTO

### CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

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

First that BIDA BAY INC., desiring to organize under the laws of the state of FLORIDA, with its principal office as indicated in the Articles of Incorporation has named M.DEL CARMEN ROBERTO as its agent to accept service of process within at 1602 Alton Road, Miami Beach, Florida 33139.

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 AGREE 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:

M.Del Carmen Roberto

Bida Bay, Inc. Registered Agent

03 JUL 25 PH 3: 42
SECRETARY OF STATE