

Division of Corporations

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P03000082896

Florida Department of State  
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To: Division of Corporations  
Fax Number : (850)205-0381  
From: Account Name : MICHAEL ORTIZ, P.A.  
Account Number : 119990000008  
Phone : (305)476-5270  
Fax Number : (305)476-5273

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2003 JUL 29 AM 8:49  
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**FLORIDA PROFIT CORPORATION OR P.A.**

**MVC AMERICAS INC.**

Certificate of Status	0
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Glenda E. Hood  
Secretary of State

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DEPARTMENT OF STATE  
TALLAHASSEE FLORIDA

July 17, 2003

MICHAEL ORTIZ PA

SUBJECT: MVC SERVICES INC.  
REF: W03000020396

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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The name of the entity must be identical throughout the document.

If you have any further questions concerning your document, please call (850) 245-6931.

Becky McKnight  
Document Specialist  
New Filings Section

FAX Aud. #: H03000235203  
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Secretary of State

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FLORIDA DEPARTMENT OF STATE  
TALLAHASSEE FLORIDA

July 28, 2003

HAKE INC.  
2121 PONCE DE LEON BLVD  
STE 330  
CORAL GABLES, FL 33134

Re: Document Number P01000048317

The Articles of Amendment to the Articles of Incorporation of MVC SERVICES INC. which changed its name to HAKE INC., a Florida corporation, were filed on July 28, 2003.

This document was electronically received and filed under FAX audit number H03000241971.

Should you have any questions regarding this matter, please telephone (850) 245-6050, the Amendment Filing Section.

Teresa Brown  
Document Specialist  
Division of Corporations

Letter Number: 903A00043630

FA#: H03000235203 4

**ARTICLES OF INCORPORATION OF  
MVC AMERICAS INC.**

The undersigned does hereby execute, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

**ARTICLE I**

The name of this corporation shall be: MVC Americas Inc.

The address of the principal office of this corporation shall be:

c/o Michael Ortiz  
2121 Ponce de Leon Blvd  
Suite 330  
Coral Gables, Florida 33134

and the mailing address of the corporation shall be the same.

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**ARTICLE II**

This corporation shall commence its perpetual existence upon the filing of these Articles of Incorporation with the Secretary of State of the State of Florida.

**ARTICLE III**

The general purpose for which this corporation is organized is to transact any or all lawful business permitted under the laws of the State of Florida.

**ARTICLE IV**

The aggregate number of shares which the corporation shall have authority to issue shall be as follows:

<u>Number of Shares Authorized</u>	<u>Par Value</u>	<u>Class of Stock</u>
1,000 shares	\$1	Common

All of said stock shall be payable in cash, property, real or personal, or labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of this corporation.

**ARTICLE V**

The street address of the initial registered office of this corporation and its initial registered agent are as follows:

MICHAEL ORTIZ, ESQ.  
FBN: 239585  
2121 Ponce de Leon Blvd, Ste. 330  
Coral Gables, Florida 33134  
FA#: H03000235203 4

PA#: H03000235203 4

Michael Ortiz  
2121 Ponce de Leon Blvd  
Suite 330  
Coral Gables, Florida 33134

#### ARTICLE VI

This corporation shall have at least one director, with the exact number of directors to be specified by the shareholders from time to time unless the shareholders shall, by a majority vote hereafter, determine that the corporation be managed by the shareholders.

#### ARTICLE VII

The name and address of the Incorporator is:

Michael Ortiz  
2121 Ponce de Leon Blvd  
Suite 330  
Coral Gables, Florida 33134

#### ARTICLE VIII

The private property of the shareholders shall not be subject to the payment of the corporate debts to any extent whatever. The corporation shall have a first lien on the shares of its shareholders and upon the dividends due them for any indebtedness of such shareholders to the corporation.

#### ARTICLE IX

This corporation, by duly adopted action of the Board of Directors, may indemnify and insure its officers and directors to the extent permitted by law either now existing or hereafter enacted.

IN WITNESS WHEREOF, the undersigned, being the original Incorporator of the above named corporation, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, does make and file these Articles, hereby declaring and certifying that the facts herein stated are true, and executes these Articles of Incorporation this 29 day of July 2003.

  
MICHAEL ORTIZ, Incorporator

MICHAEL ORTIZ, ESQ.  
FBN: 239585  
2121 Ponce de Leon Blvd, Ste. 330  
Coral Gables, Florida 33134  
PA#: H03000235203 4

FA#: H03000235203 4

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

Michael Ortiz having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

  
MICHAEL ORTIZ

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