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TALLAHASSEE, FLORIDA

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LAW OFFICES  
**IVAN A. GOMEZ. P.A.**

COURVOISIER CENTRE II  
601 BRICKELL KEY DRIVE • SUITE 507  
MIAMI, FLORIDA 33131-2623  
(305) 371-9213  
TELECOPIER (305) 358-4658

IVAN A. GOMEZ  
BOARD CERTIFIED TAX ATTORNEY

November 25, 2003

**AIRBORNE EXPRESS # 4659429246**

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

**Re: C&C Florida Real Estate, Inc.**

Dear Sir/Madam:

We are enclosing herewith an original and one copy of the Articles of Incorporation for the above-referenced Corporation. In addition, a check in the sum of \$78.75 is enclosed for the following fees:

|                      |         |
|----------------------|---------|
| Filing fee           | \$35.00 |
| Certified Copy       | \$ 8.75 |
| Registered Agent fee | \$35.00 |

Please file the original of the enclosed Articles of Incorporation and return a certified copy to the attention of the undersigned.

In order to expedite the delivery of this certified copy to me, we have enclosed a Airborne Express return envelope.

Your prompt attention to this matter is appreciated.

Very truly yours,

  
Ivan A. Gomez

IAG/ip  
C:\WPDOCS\C&C-CP\Filing.Corp.L.wpd  
Encl.

**ARTICLES OF INCORPORATION  
OF  
C&C FLORIDA REAL ESTATE, INC.  
a Florida Corporation**

The undersigned, acting as Incorporator of a Florida corporation ("Corporation"), under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

**ARTICLE I  
NAME**

The name of the Corporation is C&C FLORIDA REAL ESTATE, INC.

**ARTICLE II  
OFFICE AND MAILING ADDRESS**

The initial principal office of the Corporation is located at c/o Carlos Castellon, 999 Ponce de Leon Blvd. Suite 715, Miami, Florida 33134 and the mailing address of the Corporation is c/o Ivan A. Gomez, P.A., 601 Brickell Key Drive, Suite 507, Miami, Florida 33131.

**ARTICLE III  
DURATION**

The Corporation shall have perpetual existence.

**ARTICLE IV  
PURPOSE**

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

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TALLAHASSEE, FLORIDA

**ARTICLE V**  
**CAPITAL STOCK**

The Corporation is authorized to issue 100,000 shares of One Dollar (\$1.00) par value Common Stock.

**ARTICLE VI**  
**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation is 601 Brickell Key Drive, Suite 507, Miami, Florida 33131, and the name of the initial Registered Agent of the Corporation at that address is IAG CORPORATE SERVICES, INC..

**ARTICLE VI**  
**INITIAL BOARD OF DIRECTORS**

The Corporation shall initially have one (1) director to hold office until the first annual meeting of shareholders and his successors shall have been duly elected and qualified, or until his earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation, but shall never be fewer than one (1). The names and addresses of the initial directors of the Corporation are:

| <u>Name</u>         | <u>Address</u>                                                                           |
|---------------------|------------------------------------------------------------------------------------------|
| Fabian G. Zubillaga | c/o Mr. Carlos Castellon<br>999 Ponce De Leon Blvd.<br>Suite 715<br>Miami, Florida 33134 |

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TALLAHASSEE, FLORIDA

**ARTICLE VII**  
**INCORPORATOR**

The name and address of the person signing these Articles is:

Name

Address

Ivan A. Gomez, P.A.

601 Brickell Key Drive, Suite 507  
Miami, Florida 33131

**ARTICLE VII**  
**AMENDMENTS**

The power to amend these Articles of Incorporation in accordance with law is reserved to the shareholders. Any right conferred upon any shareholder by these Articles of Incorporation is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this 25 day of Nov., 2003.

IVAN A. GOMEZ, P.A.

By: [Signature], Pres.  
Ivan A. Gomez, President  
Incorporator

**ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT**

The undersigned hereby accepts the appointment as the initial Registered Agent of C&C FLORIDA REAL ESTATE, INC. , as made in the foregoing Articles of Incorporation.

LAG CORPORATE SERVICES, INC.

Date: 11/25/03

By: [Signature], Pres.  
Ivan A. Gomez, President