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LAW OFFICES

# MICHAEL WEISS & ASSOCIATES, P.A.

1401 BRICKELL AVENUE . SUITE 300 MIAMI, FLORIDA 33131 TELEPHONE (305) 358 - 1500 FAX (305) 358-1921

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\* ADMITTED IN TX

January 28, 2004

Department of State Division of Corporations 409 East Gaines Street Tallahassee, Florida 32399

Re: Articles of Incorporation: COMERCIAL SANTA ROSA, INC.

Dear Sir/Madam:

Enclosed please find corrected Articles of Incorporation of Comercial Santa Rosa, Inc. Please return one certified copy to our office in the pre-paid Federal Express envelope provided.

Thank you for your cooperation.

Very truly yours,

Giya M. Polo MICHAEL WEISS & ASSOCIATES, P.A.

GMP/dmp Enclosures Federal Express



# FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

January 23, 2004

GINA M POLO ESQ MICHAEL WEISS & ASSOCIATES PA 1401 BRICKELL AVENUE SUITE 300 MIAMI, FL 33131

SUBJECT: COMERCIAL SANTA ROSA

Ref. Number: W04000002948

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

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

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) 245-6931.

Letter Number: 204A00004196

Becky McKnight Document Specialist New Filings Section

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

# ARTICLES OF INCORPORATION

OF

## COMERCIAL SANTA ROSA, INC.

#### ARTICLE I

# CORPORATE NAME AND PRINCIPAL PLACE OF BUSINESS

The name of this Corporation and its principal place of business and/or mailing address:

COMERCIAL SANTA ROSA, INC. 1234 WEST 44<sup>TH</sup> PLACE HIALEAH, FLORIDA 33012

#### ARTICLE II

# CORPORATE EXISTENCE

The existence of the Corporation shall be perpetual. Corporate existence shall begin upon the filing of the Articles of Incorporation by the Department of State.

#### ARTICLE III

# NATURE OF CORPORATE BUSINESS

The Corporation may engage in any activity or business permitted under the laws of the United States and under the laws of the State of Florida.

# ARTICLE IV

# CAPITAL STOCK

This Corporation is authorized to issue a maximum of FIVE HUNDRED (500) shares of stock. The shares of stock authorized shall be common stock having a par value of ONE DOLLAR and no/100's (\$1.00) per share. The consideration to be paid for each share of



stock shall be fixed by the Board of Directors.

#### ARTICLE V

# INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

1234 West 44<sup>th</sup> Place Hialeah, Florida 33012

#### ARTICLE VI

# INITIAL BOARD OF DIRECTORS

This Corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one. The names and addresses of the initial directors of this Corporation are

NAME ADDRESS

NANCY JOSEFINA LIMA DE WOO 234 West 44th Place

Hialeah, Florida 33012

The members of the first Board of Directors shall hold office until the first annual meeting of the Stockholders of the Corporation.

#### ARTICLE VII

# INCORPORATORS

The name and post office address of the Incorporator executing these Articles of Incorporation is as follows:

# INCORPORATOR

## ADDRESS

GINA M. POLO, ESQ.

Michael Weiss & Associates, P.A. 1401 Brickell Avenue, Suite 300 Miami, Florida 33131

The undersigned, being the original subscriber to these Articles of Incorporation, for the purposes of forming a corporation for profit and to do business both within and without the State of Florida, does hereby make, subscribe, acknowledge and file these Articles of Incorporation, hereby declaring and certifying that the facts herein state are true and accordingly, has hereunto set his hand and seal this

GINA M. POLO, ESQ.

STATE OF FLORIDA

SS:

COUNTY OF DADE

BE IT REMEMBERED, that on this day before me, a Notary Public duly authorized in the State of Florida, County of Dade, to take acknowledgments, personally appeared GINA M. POLO, to me known to be the person described as Incorporator in the foregoing Articles of Incorporation.

WITNESS my hand and official seal at Miami, Dade County, Florida, this day of day of day., 2004.

Notary Public, State of Florida

DORANE M. POULOS

MY COMMISSION # OC 943835 EXPIRES: July 14, 2004

My Commission Expires:

# CERTIFICATE DESIGNATING REGISTERED AGENT FOR SERVICE OF PROCESS

Pursuant to Chapter 48.091, Florida Statutes, the undersigned hereby designates YUK WOO as its Registered Agent to accept service of process within this State.

The undersigned hereby accepts the foregoing designation as Registered Agent for service of process within the State of Florida, and agrees to comply with the provisions of law applicable to said designation.

YUK WOO

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