

PO4000103106

(Requestor's Name)

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(Address)

(City/State/Zip/Phone #)

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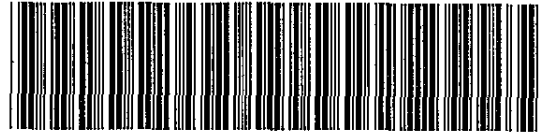
(Business Entity Name)

(Document Number)

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04 JUL -7 PM 3:09

## TRANSMITTAL LETTER

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

SUBJECT: \_\_\_\_\_

ALLSTAR ANGELS, Inc.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate of Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☒ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

**ADDITIONAL COPY REQUIRED**

FROM: \_\_\_\_\_

Silvia M. BARRETO

Name (Printed or typed)

8201 SW 13 TERR.

Address

MIAMI FL 33144

City, State & Zip

305 267-9739

Daytime Telephone number

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

**ARTICLES OF INCORPORATION**

**OF**

**ALLSTAR ANGEL'S, Inc.**

FILED

04 JUL -7 PM 3:09

TALLAHASSEE, FLORIDA

I, the undersigned subscriber of these Articles of Incorporation, a natural person, competent to contract, and desiring to form a corporation under the laws of the state of Florida, hereby certify as follows:

**ARTICLE I**

The name of the proposed corporation is: Allstar Angel's, Inc.

**ARTICLE II**

This corporation shall have perpetual existence beginning on date of incorporation.

**ARTICLE III**

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

**ARTICLE IV**

The maximum number of shares of stock which the corporation is authorized to have outstanding at any time shall be **100** shares of common stock, with a par value of **\$1.00** per share.

**ARTICLE V**

The street address of the initial principal office of this corporation shall be: 8201 s.w. 13 Terrace. Miami, Florida 33144 or at such other place as may later be designated by the Board of Directors, with branch offices in such other cities, towns, states, or countries as may from time to time be authorized by its Board of Directors.

## **ARTICLE VI**

The name of the initial registered agent of this corporation shall be: Silvia M. Barreto, whose address shall be the address of the registered office of this corporation.

## **ARTICLE VII**

The business of this corporation shall be conducted by a Board of Directors which shall consist of not less than 1 and not more than 5, as shall from time to time be designated in the By-Laws of this corporation and a majority thereof shall constitute a quorum for the transaction of all business.

## **ARTICLE VIII**

The names and street addresses of the first Board of Directors who subject to the provisions of these Articles of Incorporation, the By-Laws of this corporation, and the laws of the State of Florida, shall hold office for the first year of corporate existence or until their successors are enclosed and are duly qualified, are:

## **DIRECTORS**

### **Names**

**Silvia M. Barreto**

### **Addresses**

**8201 s.w. 13 Terrace  
Miami, Florida 33144**

## **ARTICLE IX**

The names and street addresses of each incorporator of this corporation is:

**Silvia M. Barreto**

**8201 s.w. 13 Terrace  
Miami, Florida 33144**

## **ARTICLE X**

The By-Laws of this corporation may be created, amended or changed by either the stockholders or the directors at any regular or duly scheduled special meeting.

## **ARTICLE XI**

This corporation shall have, in addition to a President, Vice-President, Secretary and Treasurer, such other additional officers as may be created from time to time, by and under the authorization of its By-Laws. A failure to elect a President, a Secretary or a Treasurer shall not affect the existence of the corporation.

## **ARTICLE XII**

All officers, agents and factors shall be chosen in such manner, hold their offices, for such terms and have such powers and duties as may be prescribed by the By-Laws or determined by the Board of Directors. Any two or more offices may be held by the same person.

## **ARTICLES XIII**

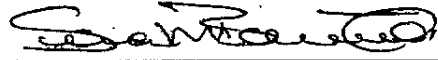
Every person who now is or hereafter shall become a director of this corporation, shall be indemnified by the corporation against all costs and expenses (including attorney's fees) hereafter reasonably incurred by or imposed upon him in connection with, or resulting from any action, suit or proceeding, of whatever nature, to which he is or shall be made a part by reason of his being or having been a director of the corporation (whether or not he is a director of the corporation at the time he is made a party to such action, suit or proceeding, or at the time such cost or expense is incurred by or imposed upon him).

However, an exception is made to the above in relation to matters as to which shall be finally adjudged in such action, suit or proceeding to have been derelict in the performance of the duties imposed on him as such director. The right of indemnification herein provided shall not be exclusive of other rights to which any such person may now or hereafter is entitled as a matter of law.

## **ARTICLE XIV**

This corporation elects to have preemptive rights. The shareholders of the corporation have a preemptive right, granted on uniform terms and conditions prescribed by the Board of Directors to provide a fair and reasonable opportunity to exercise the right, to acquire proportional amounts of the corporation's unissued shares upon the decision of the Board of Directors to issue them.

IN WITNESS WHEREOF, the undersigned has made, subscribed and acknowledged these Articles of Incorporation this 18 day of June 2004.



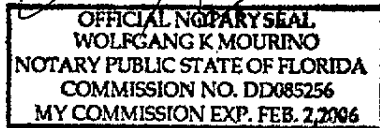
Silvia M. Barreto

**Subscriber**

STATE OF FLORIDA  
COUNTY OF MIAMI-DADE) SS:

The foregoing instrument was acknowledged before me this 18<sup>th</sup> day of June, 2004 by Silvia M. Barreto, who is personally known to me.

My Commission Expires:



Wolfgang Mourino  
Notary Public, State of Florida  
at Large.

FILED  
JUL 7 PM 3:09  
CLERK OF COURT  
STATE OF FLORIDA

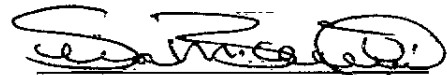
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR**  
**DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS**  
**STATE, NAMING AGENT UPON WHOM PROCESS MAY BE**  
**SERVED**

In pursuance of Chapter 48.091 Florida Statutes, the following is submitted in compliance with said Act:

That **ALLSTAR ANGEL'S, INC.**, desiring to organize under the laws of the State of Florida, and with its principal registered office, as indicated in the Articles of Incorporation, at the City of Miami, State of Florida, has named Silvia M. Barreto, located at 8201 s.w. 13 Terrace, at the City of Miami, County of Miami-Dade, State of Florida, 33144 as its Agent to accept service of process within this State.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.



**Silvia M. Barreto**  
Registered Agent