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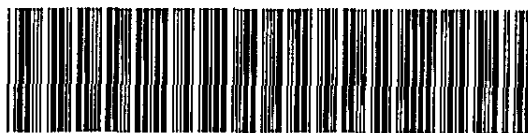
(Business Entity Name)

(Document Number)

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U.S. DEPT. OF JUSTICE
FBI - LOS ANGELES
JUL 15 2004

TH 7/15/04

TRANSMITTAL LETTER

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

SUBJECT: BENNAZAR ENTERPRISES, INC
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

check # 1969
~~MONETARY~~

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: LEONARDO P. MENDOZA, ESQ.
Name (Printed or typed)

1644 NW 17 AV
Address

MIAMI, FL 33125
City, State & Zip

786-346-0864
Daytime Telephone number

* PLEASE RETURN ALL CORRESPONDENCE TO ABOVE ADDRESS.
THANK YOU.

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

YRM

**ARTICLES OF INCORPORATION
of
BENNAZAR ENTERPRISES, Inc.**

FILED

01 JUL -8 PM 2:14

CLERK
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is: Bennazar Enterprises, Inc.

ARTICLE II - PURPOSE

This corporation is organized for the transaction of any and all lawful business for which corporations may be incorporated in the State of Florida.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue One Hundred (100) shares of common stock at One Dollar (\$1.00) par value.

ARTICLE IV - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which is offered to others.

ARTICLE V - PRINCIPAL OFFICE

The principal office of the corporation is: 780 NW Le Jeune RD, Suite 516, Miami, FL 33126.

ARTICLE VI - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The principal address of the initial registered office of the corporation is: 780 NW Le Jeune RD, Suite 516, Miami, FL 33126; the name of the initial registered agent of this corporation at that address is: AURELIO A. PIEDRA.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have 2 directors initially. The number of directors may be either increased or diminished from time to time as provided for in the By-laws, but shall never be less than

one. The names and addresses of the initial directors of this corporation are:

LAURA Y. OLIVERA -	Parkville Sur, Hamilton C-20
President, CFO	Guaynabo, Puerto Rico 00969

JUAN A. BENNAZAR -	Parkville Sur, Hamilton C-20
Vice-President, CEO, Sec.	Guaynabo, Puerto Rico 00969

ARTICLE VIII - DURATION

This corporation shall have perpetual existence commencing at the time of filing of the Articles of Incorporation with the Secretary of State.

ARTICLE IX - INCORPORATOR

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

JUAN A. BENNAZAR -	Parkville Sur, Hamilton C-20
	Guaynabo, Puerto Rico 00969

ARTICLE X - BY-LAWS

The power to adopt, amend or repeal the by-laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE XI - AMENDMENT TO ARTICLES OF INCORPORATION

The Articles of Incorporation may be amended as provided by law.

ARTICLE XII - VOTING RIGHTS

The entire voting power for the election of director(s) and for all other purposes shall be vested exclusively in the holders of the outstanding shares of common stock.


ARTICLE XIII - GENERAL OPERATION PROCEDURES

The affairs of this corporation shall be conducted by the incorporator(s) until such time as the stock of the corporation is issued to the subscriber(s) of the stock of this corporation. The authority of the incorporator(s) shall include: 1) the adoption of the Articles of Incorporation, and

2) such other activities as are necessary to the administration of the affairs of this corporation during the period of time prior to the issuance of stock to the subscriber(s) and the meeting of the first Board of Directors. Once the stock of the corporation has been issued, the affairs of this corporation shall be conducted by the stockholders and the Board of Directors according to law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 23 day of JUNE, 2004.

UNDER PENALTIES OF PERJURY, the undersigned incorporator hereby declares that the facts and matters stated on the foregoing Articles of Incorporation are true and correct to the best of my knowledge and belief.



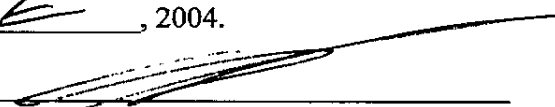
JUAN A. BENNAZAR
Incorporator

BENNAZAR ENTERPRISES, INC.

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE OF THE
REGISTERED AGENT, AS REQUIRED BY LAW, FOR THE SERVICE OF PROCESS AND
OTHER MATTERS WITHIN FLORIDA AND NAMING AGENT UPON WHOM PROCESS
AND NOTICES MAY BE SERVED.**

Having been named to accept service of process for Bennazar Enterprises, Inc. at the place designated in its articles of incorporation, I hereby agree to act in this capacity and to comply with the provisions of F.S. 607.0505 and all statutes relative to the proper and complete performance of my duties.

EXECUTED THIS 23 DAY OF JUNE, 2004.



Aurelio A. Piedra
Registered Agent