

1 P 050 000 30884

ROGER J. BECERRA  
3090 RIVER BROOK DRIVE  
WINTER PARK, FL. 32792

(Address)

(City/State/Zip/Phone #)

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**ARTICLES OF INCORPORATION**  
**OF**  
**LAS DELICIAS CATERING, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the laws of the state of Florida, adopts the following Articles of Incorporation.

**ARTICLE I**

**NAME**

The name of the corporation is:

**LAS DELICIAS CATERING, INC**

**ARTICLE II**

**NATURE OF BUSINESS**

The general character or nature of the business to be transacted by this corporation is to transact any and all lawful business for which corporations may be incorporate under the Florida General Corporation Act, specializing in food services.

**ARTICLE III**

**CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time, is four hundred (400) shares of common stock, each share having the par value of one dollar (\$1.00) currency of the United States of America.

Shares may be issued only for a consideration having a value, in the judgment of the Board of Directors, at least, equivalent to the full par value of the stock to be issued. All shares issued shall be fully paid and non-assessable.

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## **ARTICLE IV**

### **PREEMPTIVE RIGHTS**

In the event that any authorized, but unissued stock, is to be issued, or any new class of stock shall be created, or the authorized number of shares of any class shall be increased, or any bonds, notes, debentures, or other securities, convertible into stock, are to be issued, the holders of shares of the corporation, outstanding at the time such authorized, but unissued stock, such new class of stock, or such increase is offered for subscription of such bonds, notes, debentures, or other securities convertible into stock, before the same is offered for public subscription or sale, must be offered first to the actual stockholders, in proportion to the number of shares owned respectively by each of the holders of such stock.

## **ARTICLE V**

### **TERM OF EXISTENCE**

This corporation shall have perpetual existence.

## **ARTICLE VI**

### **ADDRESS**

The initial address of this corporation principal office of is to be:

**3090 RIVER BROOK DRIVE  
WINTER PARK, FL. 32792**

The Board of Directors may, from time to time, designated such other address and place for the principal office of this corporation as it may see fit.

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## **ARTICLE VII**

### **DIRECTORS**

The number of directors may be increased from time to time in the manner set forth in the By-Laws, but the number of Directors shall never be less than one (1).

## **ARTICLE VIII**

### **INITIAL DIRECTORS**

The name and street addresses of the Board of Directors, the President, and Vice President, who shall hold office during the first year of the corporation's existence or until their successors are duly elected and have qualified, are as follows:

### **DIRECTORS**

#### **NAME**

Roger J. Becerra

#### **ADDRESS**

3090 River Brook Drive  
Winter Park, Fl. 32792

### **OFFICERS**

#### **NAME**

Roger J. Becerra

#### **TITLE**

President

#### **ADDRESS**

3090 River Brook Drive  
Winter Park, Fl. 32792

Maria A. Gonzales

Vice President

3090 River Brook Drive  
Winter Park, Fl. 32792

## **ARTICLE IX**

The name and street address of the incorporator of these Articles of Incorporation is:

**ROGER J. BECERRA  
3090 RIVER BROOK DRIVE  
WINTER PARK, FL. 32792**

## **ARTICLE X**

### **CONFLICT OF INTEREST**

No contract between this corporation and other corporation, or another individual shall be invalidated solely by the reason of the fact, that one or more of the officers or directors of the same other corporation, or by reason of the fact that one, or more of the officers and directors of this corporation may be the other individual contract with this corporation.

## **ARTICLE XI**

### **AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by Law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stockholders entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

## **ARTICLE XII**

### **ADDRESS OF REGISTERED OFFICE**

The initial street address of the registered office of this corporation is to be at:

**3090 RIVER BROOK DRIVE  
WINTER PARK, FL. 32792**

The board of Directors may from time to time, designate such other address and place for the principal office of this corporation as it may see fit.

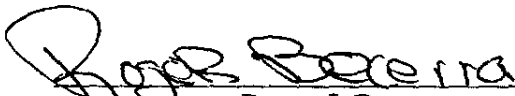
### ARTICLE XIII

#### **INDEMNIFICATION OF OFFICERS AND DIRECTORS**

Each Director and Officer of the corporation now or hereafter serving as such, shall be indemnified and be held harmless by the corporation against any and all claims and/or liabilities to which he has or shall become subject by reason of serving or having served as such Director or Officer, or by reason of any action alleged to have been taken, omitted, or neglected by him as such director or officer; and the corporation shall reimburse each such person for all legal expenses including legal expenses on appeal matter.

The right of indemnification hereinabove provided for, shall not be exclusive of any rights to which any director or officer of the corporation may otherwise be entitled by law.

IN WITNESS WHEREOF, the foregoing Articles of Incorporation were executed  
this 21<sup>st</sup> of February 2005

  
\_\_\_\_\_  
Roger J. Becerra  
Registered Agent

  
\_\_\_\_\_  
Maria A. Gonzales

State of Florida County of Orange

Hereby sworn before me this 21<sup>st</sup> day of February 2005, appeared  
Roger J. Becerra and Maria A. Gonzalez. Showing FL drivers Lic.  
B260730752930 and Employment Authorization Card #A097634519.

  
\_\_\_\_\_  
Notary Public



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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT & REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent and registered office, in the State of Florida.

1. The name of the corporation is:

**LAS DELICIAS CATERING, INC.**

2. The name and address of the registered agent and office is:

**ROGER J. BECERRA  
3090 RIVER BROOK DRIVE  
WINTER PARK, FL. 32792**

  
SIGNATURE

  
TITLE


02-21-05  
DATE

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Sworn before me this 21<sup>st</sup> day of February  
2005 appeared Roger J. Becerra FL DL# B260730752930,

  
SIGNATURE

02-21-05  
DATE

  
Notary Public



Sergio Omar Morales  
My Commission DD208892  
Expires May 18, 2007