

# POS000041038

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To:

Division of Corporations  
Fax Number : (850)205-0381

From:

Account Name : FAS-T CORP. AGENTS, INC.  
Account Number : 071001002335  
Phone : (305)599-0839  
Fax Number : (305)716-0346

**FLORIDA PROFIT CORPORATION OR P.A.**  
**PALO CHEESE, CORP.**

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TH 3/18/05

ARTICLES OF INCORPORATION  
Of

**PALO CHEESE, CORP.**

*The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of incorporation.*

**ARTICLE I NAME**

The name of the corporation shall be:

**PALO CHEESE, CORP.**

**ARTICLE II PRINCIPAL PLACE OF BUSINESS**

The principal place of business and mailing address of this corporation shall be:

13922 SW 25<sup>th</sup> Street  
Miami, FL 33175

**ARTICLE III NATURE OF BUSINESS**

The general nature of the business to be transacted by the corporation and its object and powers shall be engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV CAPITAL STOCK**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1000 SHARES OF COMMON STOCK OF THE PAR VALUE OF ONE DOLLAR PER SHARE.

The consideration to be paid for each share shall be fixed by the Board of Directors.

**ARTICLE V TERM OF EXISTENCE**

This Corporation shall have perpetual existence from the date of the incorporation and adoption of these Articles of Incorporation.

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

The name and address of the initial registered agent is:

Paolo Soler  
13922 SW 25<sup>th</sup> Street  
Miami, FL 33175

**ARTICLE VII DIRECTOR(S)**

The name(s) and street address (es) of the director(s) to these Articles Of Corporation is (are):

**PRESIDENT/CEO**  
Paolo Soler  
13922 SW 25<sup>th</sup> Street  
Miami, FL 33175

**VICE PRESIDENT/TREASURER**  
Odette E. Soler  
13922 SW 25<sup>th</sup> Street  
Miami, FL 33175

**ARTICLE VIII INCORPORATOR(S)**

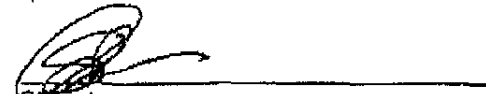
The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

**PRESIDENT/CEO**  
*Paolo Soler*  
13922 SW 25<sup>th</sup> Street  
Miami, FL 33175

**VICE PRESIDENT/TREASURER**  
*Odette E. Soler*  
13922 SW 25<sup>th</sup> Street  
Miami, FL 33175

Corporator(s) has (have) executed these Articles of Incorporation this  
March 16, 2005.

  
Signature

  
Signature

\_\_\_\_\_  
Signature

ARTICLE IX AMENDMENTS

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 the Stockholders, and approved at the Stockholder's meeting by a majority of the stock entitle to vote thereon, unless all the Directors and all the Stockholder's sign a written statement manifesting their intention that a certain amendment of these Article of Incorporation be made.

**CERTIFICATE DESIGNATING REGISTERED AGENT AND REGISTERED  
PLACE OF BUSINESS OR DOMICILE FOR THE PROCESS WITHIN THE  
STATE OF FLORIDA, AND ACCEPTANCE OF AGENT UPON WHOM  
PROCESS MAY BE SERVED**

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the Undersigned Corporation, organized under laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

***PALO CHEESE, CORP.***

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

Paolo Soler  
13922 SW 25<sup>th</sup> Street  
Miami, FL 33175

**ACCEPTANCE OF REGISTERED AGENT**

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 PURSUANT TO F.S. 607.050(3).

SIGNATURE: 

DATE: March 16, 2005