

APR-01 2005 11:21

SANCHEZ-ABALLI & ALVAREZ

P.02

**P05000049852**

**Florida Department of State**

**Division of Corporations**

**Public Access System**

**Electronic Filing Cover Sheet**

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

**((H05000070396 3)))**

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

**To:**

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

**From:**

**Account Name : SANCHEZ-ABALLI & ALVAREZ, LLP  
Account Number : I20030000075  
Phone : (305) 779-5041  
Fax Number : (305) 779-5047**

**FILED**  
**05 APR -4 PM 3:43**

**FLORIDA PROFIT CORPORATION OR P.A.**

**F.E.M. CORP.**

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

**Electronic Filing Menu**

**Corporate Filing**

**Public Access Help**



## FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

March 23, 2005

SANCHEZ-ABALLO &amp; ALVAREZ, LLP

SUBJECT: FEM CORP.  
REF: W05000014785

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

If you have any further questions concerning your document, please call (850) 245-6929.

Justin M Shivers  
Document Specialist  
New Filings SectionFAX Aud. #: R05000070396  
Letter Number: 305A00019785

P.02  
05 APR -4 2005  
FILED

ARTICLES OF INCORPORATION  
OF  
F. MENOYO CORP.

I, the undersigned incorporator, hereby make, acknowledge and file these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name and the principal place of business and mailing address of this Corporation shall be:

F. MENOYO CORP.  
801 Brickell Avenue, Suite 2380  
Miami, Florida 33131

ARTICLE II

NATURE OF BUSINESS

The general purpose for which this Corporation is organized is to transact any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE III

AUTHORIZED SHARES

The Corporation shall be authorized to create and issue 10,000 shares of Common Stock having a par value of \$ 0.01 per share.

ARTICLE IV

TERM OF EXISTENCE

The term of this Corporation shall commence with the filing of these Articles of Incorporation. The Corporation shall exist perpetually unless dissolved according to law.

## ARTICLE V

### INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation in the State of Florida shall be:

801 Brickell Avenue, Suite 2380  
Miami, Florida 33131

The name of the initial registered agent of this Corporation at that address shall be:

TTK Service LLC

## ARTICLE VI

### BOARD OF DIRECTORS

The powers of the Corporation shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of, a Board of Directors, which shall have one (1) director initially. The number of directors may be increased or decreased by the shareholders from time to time as provided in the Bylaws of the Corporation.

## ARTICLE VII

### DIRECTORS - NAMES AND STREET ADDRESSES

The names and street addresses of the members of the first Board of Directors who shall hold office until their successors have been duly elected or appointed and have qualified are as follows:

<u>Name</u>	<u>Street Address</u>
Fernando Menoyo	744 Biltmore Way, Suite 2 Coral Gables, Florida 33134

ARTICLE VIII  
INCORPORATOR

The name and street address of the incorporator signing these Articles of Incorporation are as follows:

NameStreet Address

TTK Service LLC

801 Brickell Avenue, Suite 2380  
Miami, Florida 33131

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Miami, Florida, for the uses and purposes aforesaid, this 22nd day of March, 2005.

TTK SERVICE LLC, Incorporator

By: 

Rafael Sanchez-Aballi, President

**DESIGNATION AND ACCEPTANCE  
OF  
REGISTERED AGENT**

In pursuance of Section 48.091 and Chapter 607, Florida Statutes, F. MENOYO CORP. having filed its Articles of Incorporation contemporaneously herewith, with its registered office as indicated therein at 801 Brickell Avenue, Suite 2380, Miami, Florida 33131, has named TTK Service LLC, located thereat as its registered agent to accept service of process within this state.

TTK SERVICE LLC, Incorporator

By: Rafael Sánchez-Aballí  
Rafael Sánchez-Aballí, President

Having been named as registered agent to accept service of process for the above-stated corporation, at the location designated herein, I hereby accept the appointment to act in this capacity, and agree to comply with the laws of Florida applicable thereto.

TTK SERVICE LLC

By: Rafael Sánchez-Aballí  
Rafael Sánchez-Aballí

FILED  
05 APR -4 PM 0:40  
CLERK OF COURT  
JUDICIAL CIRCUIT IN AND FOR  
MIAMI, FLORIDA