

# P05000089600

Florida Department of State  
Division of Corporations  
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2005 JUN 22 A 9:47  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

**FILED**

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

From:  
Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 634-3694  
Fax Number : (305) 633-9696

## FLORIDA PROFIT CORPORATION OR P.A.

**garcia-merlano corporation**

|                       |         |
|-----------------------|---------|
| Certificate of Status | 0       |
| Certified Copy        | 0       |
| Page Count            | 05      |
| Estimated Charge      | \$70.00 |

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**ARTICLES OF INCORPORATION  
OF  
ARTICLE I NAME**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The name of this corporation is **GARCIA-MERLANO CORPORATION**

**ARTICLE II DURATION**

This corporation shall have a perpetual existence commencing on the date of the filing.

**ARTICLE III PURPOSE**

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

**ARTICLE IV CAPITAL STOCK**

This corporation is authorized to issue and have outstanding at any one time an aggregate number of shares of 500 shares of common stock having a par value of \$1.00 per share.

**ARTICLE INITIAL REGISTERED OFFICE AND AGENT**

The name of the street address of the initial registered office of this Corporation is 4720 N.W 102 Avenue Apt. 102, Doral Fl 33178.

The principal place of business of the Corporation shall be 4720 N.W 102 Avenue Apt.102, Doral Fl 33178.

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**ARTICLE VI INITIAL BOARD OF DIRECTORS**

This Corporation shall have three (3) Director initially. The number of Directors may be increased or decreased from time to time by the By-Laws, but shall never be less than one (1).

The name and address of the initial Director are:

| NAME              | ADDRESS   |
|-------------------|---|
| Jaime A. Garcia   | 4720 N.W 102 Avenue # 102<br>Doral, Florida 33178 |
| Jorge Ivan Arango | 6740 N.W 114 Avenue # 721<br>Doral, Florida 33178 |
| Liliana Merlano   | 4720 N.W 102 Avenue # 102<br>Doral, Florida 33178 |

**ARTICLE VII LAWS**

The by-Laws of this Corporation may be adopted, altered, amended or repealed by either the Stockholder(s) or Director(s).

**ARTICLE VIII INDEMNIFICATION**

The Corporation shall indemnify any Officer or Director, or any former Officer or Director to the full extent permitted by law.

**ARTICLE IX PREEMPTIVE RIGHTS**

Every Stockholder, upon the sale for cash of any new stock of this Corporation of same Kind, class or series as that which he/she already holds, shall have the right to purchase his/her prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE X INCORPORATOR**

The person signing these article is Jaime A. Garcia, 4720 N.W 102 Avenue # 102, Doral Florida 33178.

**ARTICLE XI AMENDMENT**

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this .

  
\_\_\_\_\_  
Jaime A. Garcia

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ACCEPTANCE BY REGISTERED AGENT

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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


*GARCIA-MERLANO CORPORATION, corporation organized under the laws of the State of Florida has named Jaime A. Garcia, at Miami Dade County, State of Florida, as its agent to accept service of process within this state.*

  
Jaime A. Garcia

*HAVING BEEN NAMED TO ACCEPT SERVICES OF PROCESS FOR, GARCIA-MERLANO CORPORATION 4720 N.W 102 AVENUE # 102, MIAMI FLORIDA 33178.*

*THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF HIS/HER DUTIES.*

*Dated this June 20, 2005*

  
Jaime A. Garcia

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