

**P05000104938**

Florida Department of State  
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**FLORIDA PROFIT CORPORATION OR P.A.**

**SCRAPBOOK CAFE, INC.**

Certificate of Status	0
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STATE OF FLORIDA  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
SCRAPBOOK CAFE, INC.**

The undersigned, in order to form a corporation for the purposes hereinafter stated, by and under the provisions of the Statutes of the State of Florida, do hereby subscribe to these Articles of Incorporation:

**ARTICLE I. NAME**

The name of this corporation is:

**SCRAPBOOK CAFE, INC.**

**ARTICLE II. DURATION**

This corporation shall have perpetual existence.

**ARTICLE III. PURPOSE**

This corporation is organized for the following purposes:

a. Of transacting any and all business permitted under the laws of the United States and under the laws of the State of Florida.

b. To purchase, sell, lease, operate, own, hold, transfer, convey, mortgage, or otherwise encumber, trade, exchange and generally deal in real estate and personal property of every kind, nature and description wheresoever located, both tangible and intangible and including choses in action, either as owner, broker, agent or factor.

c. In the purchase or acquisition of property, business rights or franchise, or for additional working capital, or for any other objective in or about its business affairs and without limit as to amount; to incur debts and to raise, borrow and secure the payment of money in any lawful manner, including the issue and sale or other disposition of bonds, evidence of indebtedness, whether secured by mortgage, pledge, deed of trust or otherwise. The corporation may issue its stock for any lawful purposes, including the acquisition of any other entity.

d. To engage in any and all lawful activity and to institute, participate in and promote commercial, mercantile, financial and industrial enterprises and operations, and for the

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purpose of transacting any or all lawful business.

**ARTICLE IV. CAPITAL STOCK**

This corporation is authorized to issue 500 shares of common stock at ten (\$1.00) dollar par value.

**ARTICLE V. PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro-rata share at the price at which it is offered to others.

**ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT**

The street address of the principal office of this corporation is: 4160 West 16<sup>th</sup> Ave., Suite 502, Hialeah, FL 33012, and the name of the registered agent of this corporation at that address is: ELENA VIGIL-FARIÑAS, ESQ.

**ARTICLE VII. INITIAL BOARD OF DIRECTORS**

This corporation shall have ONE director(s) initially. The number of director(s) may be either increased or decreased by the By-Laws adopted by the shareholders but shall never be less than one. The name(s) and address(es) of the initial director(s) of this corporation is/are:

<u>NAME</u>	<u>ADDRESS</u>
Elena Vigil-Fariñas, Pres/Sec	4160 West 16 <sup>th</sup> Avenue, Ste. 502 Hialeah, Florida 33012
Bernardo Jose Fariñas, Vice-Pres/Treas	4160 West 16 <sup>th</sup> Avenue, Ste. 502 Hialeah, Florida 33012

**ARTICLE VIII. INCORPORATION**

The name(s) and address(es) of the incorporator(s) is/are:

<u>NAME</u>	<u>ADDRESS</u>
Elena Vigil-Fariñas, Pres/Sec	4160 West 16 <sup>th</sup> Avenue, Ste. 502 Hialeah, Florida 33012

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Bernardo Jose Farillas, Vice-Pres/Treas 4160 West 16<sup>th</sup> Avenue, Ste. 502  
Hialeah, Florida 33012

IN WITNESS WHEREOF, the undersigned have made, subscribed and acknowledged  
this articles of incorporation on this 27 day of July, 2005.

  
ELENA VIGIL-FARILLAS

  
BERNARDO J. FARILLAS

STATE OF FLORIDA )  
COUNTY OF MIAMI-DADE )

**BEFORE ME** the undersigned authority personally appeared **Elena Vigil-Farillas**  
and **Bernardo Jose Farillas**, to me to be the person who executed these Articles of  
Incorporation of **SCRAPBOOK CAPE, INC.**, and have acknowledged before me that they  
executed the same for the purposes expressed herein.

**IN WITNESS WHEREOF**, I have set my hand and affixed my official seal at Miami,  
Dade County, Florida, this 27 day of July, 2005.



  
NOTARY PUBLIC

My commission expires:

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ACCEPTANCE OF DUTIES OF REGISTERED AGENT**

Having been named to accept service of process for **SCRAPBOOK CAFE, INC.**, at the place designated in the foregoing Articles of Incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATE: July 21, 2005

SIGNATURE:

  
ELENA VIGIL-FARIÑAS, ESQ.

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