

FROM : Division of Corporations

FAX NO. :

SEP 14 2005 02:45PM

Page 1 of 1

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

CANTINI INVESTMENT GROUP INC

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FROM :

FAX NO. :

Sep. 14 2005 02:45PM P2

H05000219358

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF INCORPORATION
OF
CANTINI INVESTMENT GROUP INC**

We, the undersigned subscribers to these Articles of Incorporation natural persons competent to contract from a Corporation the Laws of the State of Florida.

ARTICLE I, NAME OF CORPORATION:

The name of the Corporation shall be: CANTINI INVESTMENT GROUP INC

ARTICLE II, GENERAL NATURE OF THE BUSINESS:

The general nature of the business and the object and purpose to be transacted and carried are: To conduct business not prohibited by the Laws of the United States and the State of Florida. To conduct business to have one or more officers in buy, sell, import, export, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights and licenses, in the State of Florida and in other countries to conduct debts and borrow money, issued and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgages, transfer or corporate properties, or instruments to secure the payments of corporate indebtedness as require.

To purchase the corporate assets or any other Corporation and engage in the same or other character of business. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation on the State of Florida, or any other State or government and while owner of such stock to exercise all rights, powers and privileged of ownership, including the right to vote such stock.

H05000219358

FROM :

FAX NO. :

Sep. 14 2005 02:45PM P3

H05000219358

ARTICLE III, CAPITAL STOCK:

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any one time is 100 shares at \$ 1.00 per share. Such stocks may be issued by the Corporation from time to time for such consideration as may be fixed by the board of Director thereof, and may be paid in cash, labor or services.

ARTICLE IV, INITIAL CAPITAL:

The number of shares with which this Corporation shall commence business is not less than 100 common stock, and the amount of capital with which this Corporation shall commence business will not be less than One Hundred Dollars (\$ 100.00).

ARTICLE V, TERM:

The Corporation shall continue perpetually, unless sooner dissolve according to laws.

ARTICLE VI, PRINCIPAL PLACE OF BUSINESS:

The initial place of business of said Corporation in this State shall be 10135 NW 43 Terrace, Miami, FL 33178. But the Board of Directors may from time to time, move the principal place of the office to any other address in the State of Florida.

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H05000219358

ARTICLE VII, DIRECTORS:

The business of the Corporation shall be conducted by the Board of Directors, and the number of which Directors shall be fixed by the Stockholders at any regular or called meeting, but the number of Directors shall not be less than one. A majority of the Board shall constitute the quorum. The members of the Board of Directors shall be elected at the annual meeting of Stockholders, and the several officers, as the case may provide for in the by-laws, shall be elected by the Board of Directors at the meeting held immediately after the adjournment of the annual stockholders meeting.

ARTICLE VIII, FIRST BOARD OF DIRECTORS:

The name and office address of the members of the first Board of Directors, who, subject to the provisions of the Certificate of Incorporation, the by-laws of the Corporation and Statutes of the State of Florida, shall hold office for the first year of the Corporation's existence, or until their successors have been elected and qualified are as follows:

Andres Mejia
10135 NW 43 Terrace
Miami, FL 33178

ARTICLE IX, SUBSCRIBERS:

The proceeds of the stock subscribed for will be at least as much as the amount necessary to begin business. The name and place of residence of the Subscriber to the capital stock and the number of shares subscribed for are as follow:

Andres Mejia
10135 NW 43 Terrace
Miami, FL 33178

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FROM :

FAX NO. :

Sep. 14 2005 02:46PM P5

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05 SEP 14 PM 6:26

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNING OF BUSINESS OF DOMICILE FOR THE SERVICE WITHIN THIS STATE, NAMING AGENT UPON PROCESS MAY BE SERVED.

In pursuance of Chapter 48,901, Section 607, 164 Florida Statutes, the Following is submitted, in the compliance with said act:

FIRST: CANTINI INVESTMENT GROUP INC desiring to organized under Laws of the State of Florida, with the principal Office, as indicated in the Articles of Incorporation, at the City of Miami County of Miami-Dade, State of Florida, has named Andres Mejia located at 10135 NW 43 Terrace, Miami, Florida 33178 as its Agent accepts service of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept services of process for the above stated Corporation at place designated in this Certificate. I hereby accept to act in this capacity and agree to comply with the provisions of said act relative to keeping open said office.



Andres Mejia
Registered Agent

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