

PO6000001659

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

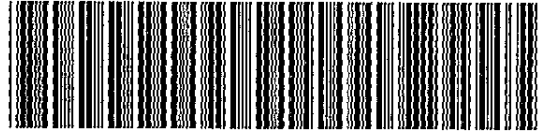
(Document Number)

Certified Copies \_\_\_\_\_

Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



600062506526

01/04/06--01018--012 \*\*78.75

2006 JAN -4 PM 4:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

2006 JAN 05 2006

**JUDITH M. PERAZA.**

13255 SW 88 Lane, #309  
MIAMI, FLORIDA 33186  
TEL (786) 210-8570

December 23, 2005

Department of State  
Divisions of Corporation  
P.O. Box 6327  
Tallahassee, Florida 32314

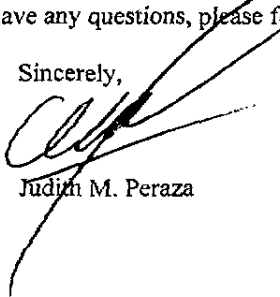
**Re: GRUPO ELIMAR IMPORT & EXPORT CORP.**

Dear Sir/Madam:

Enclosed please find two counterparts of Articles of Incorporation for the above-referenced corporation and check no. 107 in the amount of \$78.75 to cover the filing fee.

Please file the enclosed Articles effective as of **January 1, 2006** and return a copy in the enclosed return envelope. If you have any questions, please feel free to contact the undersigned.

Sincerely,



Judith M. Peraza

**FILED**

**ARTICLES OF INCORPORATION**

**OF**

2006 JAN -4 PM 4: 15

**GRUPO ELIMAR IMPORT & EXPORT CORP.**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a corporation for profit, pursuant to the provisions of the Florida Business Corporation Act:

**ARTICLE 1**

**NAME**

The name of the corporation is **GRUPO ELIMAR IMPORT & EXPORT CORP.** (hereinafter called the "**Corporation**").

**ARTICLE 2**

**PRINCIPAL OFFICE AND MAILING ADDRESS**

The street address of the initial principal office and the mailing address of the corporation is 5591 NW 112 Avenue, # 103, Miami, Florida 33178.

**ARTICLE 3**

**AUTHORIZED SHARES**

The number of shares that the Corporation is authorized to issue is:

<b>Number of Shares <u>Authorized</u></b>	<b>Par Value <u>Per Share</u></b>	<b>Class of <u>Stock</u></b>
1,000	\$ 1.00	Common

**ARTICLE 4**

**REGISTERED OFFICE AND AGENT**

The street address of the Corporation's initial registered office is 5591 NW 112 Avenue, # 103, Miami, Florida 33178 and the name of its initial registered agent at that office is ELIZABETH J. CEDENO.

## **ARTICLE 5**

### **INCORPORATOR**

The name of the Incorporator is ELIZABETH J. CEDENO and the address of the Incorporator is 5591 NW 112 Avenue, # 103, Miami, Florida 33178.

## **ARTICLE 6**

### **INITIAL DIRECTOR**

The name and address of the individual who is to serve as initial directors of the Corporation are:

ELIZABETH J. CEDENO

## **ARTICLE 7**

### **INDEMNIFICATION OF OFFICERS AND DIRECTORS**

The Corporation shall indemnify and advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

## **ARTICLE 8**

### **SPECIAL MEETINGS OF SHAREHOLDERS**

The Corporation shall hold a special meeting of shareholders only (i) on call of the Board of Directors or persons authorized to do so by the Corporation's bylaws or (ii) if the holders of not less than 50 percent of the Corporation's shares entitled to vote on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

## **ARTICLE 9**

### **BYLAWS**

The Board of Directors of the Corporation shall have the power to adopt, amend or repeal the bylaws of the Corporation.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act, has signed these Articles of Incorporation this \_\_ day of December, 2005.



ELIZABETH J. CEDEÑO, Incorporator

**CONSENT OF REGISTERED AGENT  
OF**

**GRUPO ELIMAR IMPORT & EXPORT CORP.**

The undersigned, ELIZABETH J. CEDEÑO, whose business address is 5591 NW 112 Avenue, # 103, Miami, Florida 33178, Florida hereby accepts appointment as the initial registered agent of **GRUPO ELIMAR IMPORT & EXPORT CORP.**, a Florida corporation, and accepts the obligations provided for in Section 607.0505 of Florida Statutes.



ELIZABETH J. CEDEÑO, Registered Agent