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# **LAZARUS** CORPORATE FILING SERVICE

3320 SW 87TH AVENUE

MIAMI, FL 33165 (305) 552-	5973	,	_		
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Examiner's Initials

CR2E031(7/97)

# OS JAN I AMIO:

# ARTICLES OF INCORPORTATION OF

SERGIO TILE CORP

The undersigned incorporate for the purpose of becoming a corporation under the laws of the State of Florida, providing for the formation, rights, privileges, immunities and liabilities of incorporation, for he profit, and subject to the following provisions:

# ARTICLE - I

The name of the corporation shall be: SERGIO TILE CORP

### ARTICLE - II

This Corporation shall have perpetual existence.

# <u> ARTICLE -- III</u>

This corporation is organized for the purpose of transacting any, or all lawful business.

### ARTICLE- IV

The aggregate maximum number of shares which this corporation shall have authority to issue and have outstanding at any one time is \_\_\_\_\_\_shares of common stock at \$\_\_\_\_\_\_\_(\text{two dollaw} share.

# Principal ARTICLE - V

The post office address of the initial registered office of this corporation in the State of Florida is: 403 W 16 St. Hialeah, Fl. 33010

The name of the initial registered agent at such address is: SERGIO LOPEZ SANCHEZ

### ARTICLE - VI

The business of the corporation shall be managed by a Board of Directors, who need not be stockholders of the corporation. The number of Directors, not less than one, no more than seven, and shall be fixed by resolution of the stockholders at a regular or special meeting, subject to the manner of holding such meeting prescribed by - laws.

## ARTICLE - VII

The board of Directors may from time to move the registered office to any other address in Florida whenever the Directors may deem necessary or expedient.

# **ARTICLES -VIII**

The name and post office address of the members of the Board of Directors who shall serve as members thereof are as follow:

BOARD OF DIRECTORS

**ADDRESS** 

Sergio Lopez Sanchez (President-Secretary)

(President-Secretary)
403 W 16 St. Haleah, Fl. 33010

The name and the post office address of the subscribers to these Articles of Incorporation and the number of shares of stock each agree to take is:

NAME ADDRESS NO. OF SHARES
Sergio Lopez Sanchez 403 W 16 St. Hialeah, Fl. 33010 500

### ARTICLE - IX

This corporation shall have full power to carry on and transact each or all business enumerated in Article III of the Articles of Incorporation, shall have the general and additional power now conferred upon it by law.

Who first being duly sworn, executed the foregoing ARTICLES OF INCORPORATION, freely and voluntarily for the purpose therein expressed.

IN WITNESS THEREOF, I have hereunto set my hands and official Seal a Miami \_\_day\_of\_\_\_\_Jan\_\_ Dade County Florida, this 02

My commission expires Jul 8, 2008

My commission expires Jul 8, 2008

My commission expires Dates 77

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STATE OF FLORIDA

# ARTICLE - X

Amendments of the Articles Of incorporation, Mergers, Consolidation or Dissolutions shall be approved and submitted to the Stockholders for unanimous approval. Thirty days notice shall be provided.

# ARTICLE - XI

Shareholders of the corporation shall have preemptive rights to acquire their prorata share of stock of the corporation for all issues of any class of stock of the corporation, no matter when authorized, and for whatever consideration is contemplated to be received by the corporation, including but not limited to cash, other property, services, the acquisition of their corporations shares of property through merger of the extinguishments of debts.

Preemptive rights ( NOT ) apply to reissuance of all redeemed or otherwise acquired shares, including the reissuance of treasury shares.

These articles pertaining to preemptive rights may not be amended or deleted without the unanimous vote of shareholders of each affected class.

No issue of stock of the corporation shall take place unless the shareholders of the corporation shall unanimously approve the price at which the stock is to be issued.

These preemptive rights shall apply to any corporate obligation, which is convertible to or exchangeable for any stock of the corporation, or where there is attached to said obligation any stock warrants or rights which allow the holder to acquire by subscription or purchase any stock of the corporation.

M MALLIME 2:			iereunto s	set our	hands and signature, this
2	day of	Jan	, 20	06	
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STATE OF FLORIDA COUNTY OF DADE

BEFORE ME, the undersigned authority, duly authorized to administer oath and take acknowledgements, personally appeared:

Sergio Lopez Sanchez

# CERTIFICATE DESIGNATING CHANGE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of chapter 48.091, Florida statutes, the is submitted, in compliance with said Act:

qualified to do business under the laws of the State of Florida with its principal office at \_\_\_\_\_\_\_ of State of has appointed \_\_\_\_\_\_ (Street address and number of building, Post Office Box of acceptable).

City of \_\_\_\_\_\_ County of \_\_\_\_\_ State of, as its agent to accept services of process within this State.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service 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 provision of said Act relative to keeping open said office.

(Regi Kred Agent)