



Charter Number Only

FILED

2006 APR -4 PM 3:32

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

VALIDATION ONLY

4/3

Cesar Mestre - Perez

Requestor's Name

1800 W 49 Street #316

Address

Hiatah, FL 33012

City

State

ZIP

Phone

(305) 822-5980

CORPORATION(S) NAME

Country Club Video, Inc.

☒ Profit

( ) NonProfit

( ) Amendment

( ) Merger

( ) Foreign

( ) Dissolution

( ) Mark

( ) Limited Partnership

( ) Annual Report

( ) Other

( ) Reinstatement

( ) Reservation

( ) Change of Registered Agent

☒ Certified Copy

( ) Photo Copies

( ) Certificate Under Seal

( ) Call When Ready

( ) Call If Problem

( ) After 4:30

☒ Walk-In

( ) Will Wait

☒ Pick Up

( ) Mail Out

Name

Availability

Document

Examiner

Updater

Verifier

Acknowledgment

W.P. Verifier



Empire Toll Free: 1-800-432-3028

**ARTICLES OF INCORPORATION OF  
COUNTRY CLUB VIDEO, INC.**

**FILED**  
2006 APR -4 PM 3:32  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned, in order to form a corporation for profit for the purpose hereinafter stated, under and pursuant to the provisions of the Florida Statutes, do hereby subscribe to this Certificate of Incorporation, and adopt the following Articles of Incorporation.

**ARTICLE I - NAME AND ADDRESS**

The name of this corporation is: **COUNTRY CLUB VIDEO, INC.**, located at : 7670 NW 186<sup>th</sup> Street, Miami, FL 33015.

**ARTICLE II - DURATION**

The corporation shall have a perpetual existence.

**ARTICLE III - PURPOSE**

The purpose of this corporation is to engage in any activities or business permitted under the laws of the United States of America and the State of Florida.

**ARTICLE IV - CAPITAL STOCK**

The maximum number of shares which this corporation is authorized to have outstanding at any time is One Thousand Shares (1,000) shares of common stock having a par value share of \$10.00 per share.

Prepared by:  
CESAR MESTRE-PEREZ, ESQ.  
1800 W 49<sup>th</sup> Street, Suite 316  
Hialeah, FL 33012-2946  
Tel. (305) 822-5980

---

## **ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT**

The initial registered office of this corporation shall be, 7670 NW 186<sup>th</sup> Street, Miami, FL 33015, and the initial registered agent of this corporation at such office shall be **JOSE LUIS CASTANO**, who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes as amended from time to time, with respect to keeping an office open for service of process.

## **ARTICLE VI - INITIAL BOARD OF DIRECTORS**

The initial Board of Directors shall consist of two members. The number of directors may be increased or decreased from time to time by vote of the stockholders, but in no case shall the number of directors be less than one nor more than five. The names of the directors constituting the initial Board of Directors are:

<b><u>Name</u></b>	<b><u>Address</u></b>
<b>Jose Luis Castano</b>	6720 NW 174 <sup>th</sup> Terrace, Apt. F Miami, Florida 33015

## **ARTICLE VII - INCORPORATOR**

The name and address of the person signing these Articles of Incorporation is:  
**JOSE LUIS CASTANO**, 6720 NW 174<sup>th</sup> Terrace, Apt. F, Miami, Florida 33015.

## **ARTICLE VIII - MANAGEMENT**

The management of the business of this corporation shall be conducted under the directions of the Board of Directors by the Officer who shall be elected by the Board of Directors, to wit: a President; one or more Vice-Presidents; a Treasurer; and a Secretary. One or more of said officers may hold one or more offices.

---

### **ARTICLE VIII - AMENDMENTS**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon.

### **ARTICLE VIII - AUTHORIZED POWERS OF BOARD OF DIRECTORS**

In furtherance, and not in limitation of the powers conferred by Statute, the Board of Directors is expressly authorized:

- (a) To adopt and amend the by-laws of this corporation, provided the amendments the amendments thereto are not inconsistent with the by-laws adopted by the stockholders.
- (b) To authorize and cause to be executed mortgages and liens upon the real and personal property of this corporation.
- (c) To set apart out of any funds of the corporation available for dividends a reserve or reserves in the manner in which it was created.
- (d) When and as authorized by the affirmative vote of Stockholders of record holding stock in the corporation entitling them to exercise at least a majority of the voting power given at a stockholders' meeting duly called for that purpose, or when authorized by the written consent of stockholders of record holding stock in the corporation entitling them to exercise at least a majority of the voting power, to sell, lease, or exchange all of its property and assets essential to the business of the corporation, upon the terms and conditions as its Board of Directors deem expedient and for the best interests of the corporation.

IN WITNESS WHEREOF, the incorporator has hereunto set his/her hand and seal this

30 day of MARCH, 2006.

  
JOSE LUIS CASTANO  
Incorporator

STATE OF FLORIDA            )  
  )  
COUNTY OF MIAMI-DADE )

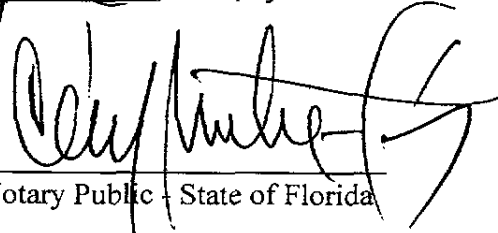
I HEREBY CERTIFY, that on this day, before me, a Notary Public duly authorized in the State and county named above to take acknowledgments, personally appeared **JOSE LUIS CASTANO**, who produced valid Florida State Identification, and who did take an oath, and who executed the foregoing Articles of Incorporation of **COUNTRY CLUB VIDEO, INC.**, and acknowledged before me that he subscribed to those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal a Hialeah, Miami-Dade County, Florida, this 3<sup>rd</sup> day of April, 2006, by **JOSE LUIS CASTANO**, as Incorporator.

My Commission Expires:



Cesar Mestre-Perez  
My Commission DD289803  
Expires December 19, 2007

  
Notary Public - State of Florida

**ACCEPTANCE OF REGISTERED AGENT**

Having been named as registered agent and to accept service of process for **COUNTRY CLUB VIDEO, INC.**, at the place designated in the Articles of Incorporation, I, **JOSE LUIS CASTANO**, hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

DATED: 03-30-06

  
Registered Agent

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 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.

1. The name of the corporation is COUNTRY CLUB VIDEO, INC.

2. The name and address of the registered agent and office is:

JOSE LUIS CASTANO  
(NAME)

7670 NW 186 STREET  
(P. O. Box or Mail Drop Box **NOT** ACCEPTABLE)

MIAMI, FL 33015  
(CITY/STATE/ZIP)

FILED  
2006 APR -4 PM 3:32  
TALLAHASSEE FLORIDA  
OFFICE OF THE  
CLERK OF THE  
SUPREME COURT

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

  
(SIGNATURE)

03-30-06  
(DATE)