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☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

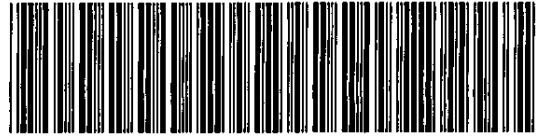
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Office Use Only

2554  
W06-11964



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03/10/06--01030--014 \*\*87.50

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06 MAY -5 PM 4:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

5/5/06

# **LUCHO'S DISTRIBUTION, Inc.**

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February 23, 2006.

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

FILED  
06 MAY -5 PM 4: 04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

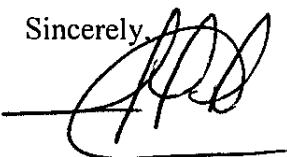
RE: ***Lucho's Distribution, Inc.***  
Filing of Articles of Incorporation

Dear Sir or Madame:

Enclosed please find the original and one (1) copy of the articles of incorporation for Lucho's Distribution, Inc. Said articles are accompanied by Money Order, in the amount of \$87.50, representing the amount required for filing fees, designation of registered agent, a certified copy, and a Certificate of Status.

If you need further information, do not hesitate to contact me.

Sincerely,



Luis A. Cuba  
President

Copy: File

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Mailing address:  
P.O. Box 145273.  
Coral Gables, Florida. 33114.



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

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06 MAY -5 PM 4: 04

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

April 3, 2006

LUIS A. CUBA  
POST OFFICE BOX 145273  
CORAL GABLES, FL 33114

SUBJECT: LUCHO'S DISTRIBUTION, INC.  
Ref. Number: W06000011964

We have received your document for LUCHO'S DISTRIBUTION, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

The registered agent and street address must be consistent wherever it appears in your document.

The registered agent must have a Florida street address. A post office box, personal mail box (PMB), or mail drop-box address is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6973.

Claretha Golden  
Document Specialist  
New Filing Section

Letter Number: 406A00022221



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

FILED

06 MAY -5 PM 4: 04

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

March 13, 2006

LUIS A. CUBA  
POST OFFICE BOX 145273  
CORAL GABLES, FL 33114

SUBJECT: LUCHO'S DISTRIBUTION, INC.  
Ref. Number: W06000011964

We have received your document for LUCHO'S DISTRIBUTION, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must have a Florida street address. A post office box, personal mail box (PMB), or mail drop-box address is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6973.

Claretha Golden  
Document Specialist  
New Filing Section

Letter Number: 206A00017046

**ARTICLES OF INCORPORATION**

**OF**

**LUCHO'S DISTRIBUTION, Inc.**

**FILED**

**06 MAY -5 PM 4: 04**

**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

**ARTICLE I - NAME and PRINCIPAL PLACE OF BUSINESS**

The name of this corporation is LUCHO'S DISTRIBUTION, Inc. and its principal place of business shall be located at 955 SW 2<sup>ND</sup> AVE #405, MIAMI, FL 33130.

**ARTICLE II - DURATION**

This corporation shall have perpetual existence commencing on the date of this filing of these Articles of Incorporation with the Department of State.

**ARTICLE III - PURPOSE**

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

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue ONE HUNDRED ( 100 ) shares of common stock at ONE DOLLAR (\$1.00) par value, which shall be designated as "Common Shares."

**ARTICLE V - PRE-EMPTIVE 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 thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

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

The street address of the initial registered office of this corporation is 955 SW 2<sup>ND</sup> AVE #405, MIAMI, FL 33130, and the name of the initial registered agent of this corporation at that address is LUIS A. CUBA.

**ARTICLE VII - DIRECTORS**

Initially, this corporation shall have ONE (1) Director who shall serve until their successors shall be elected/appointed at the first meeting of the stockholders and thereafter this corporation shall have no less than one (1) director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws. The name and address of the initial Director is as follows:

<u>Name</u>	<u>Address</u>
Luis A. Cuba	<u>955 SW 2<sup>ND</sup> AVE #405, MIAMI, FL 33130.</u>

#### **ARTICLE VIII - OFFICERS**

The name and address of the initial officers of the corporation, who shall serve until their successors shall be elected or appointed, are:

<u>Name</u>	<u>Address</u>
Luis A. Cuba President	<u>955 SW 2<sup>ND</sup> AVE #405, MIAMI, FL 33130</u>

#### **ARTICLE IX - INCORPORATOR**

The name and address of the Incorporator signing these articles is:

<u>Name</u>	<u>Address</u>
Luis A. Cuba	<u>955 SW 2<sup>ND</sup> AVE #405, MIAMI, FL 33130.</u>

#### **ARTICLE X - INDEMNIFICATION**


The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law. No officer or director shall be personally liable for monetary damages to the corporation or any other person for any statement, vote, decision, or failure to act, regarding corporate management or policy, unless that officer or director breached or failed to perform his duties as an officer or director as provided §607.0831, Florida Statutes (1990).

#### **ARTICLE XI - AMENDMENT**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder is subject to this reservation. Articles may be amended at any time by a majority vote of the shareholder.

IN WITNESS WHEREOF, the undersigned incorporator have executed these Articles of Incorporation on the date of signing.

Dated: February 23, 2006.

By   
Printed Name Luis A. Cuba  
Incorporator

**CERTIFICATE DESIGNATING PLACE AND NAMING AGENT  
UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First, that LUCHO'S DISTRIBUTION, Inc., desiring to organize or qualify under the laws of the State of Florida, has named LUIS A. CUBA, located at 955 SW 2<sup>nd</sup> AVE - Miami, Florida. 33130, as its agent to accept service of process within Florida.

Dated: February 23, 2006.

By 

Printed Name: Luis A. Cuba  
Incorporator

**ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT**

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 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: February 23, 2006.

By 

Printed Name: Luis A. Cuba  
Incorporator

**FILED**  
**06 MAY -5 PM 4:04**  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA