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**LILIA INÉS ESPINOSA, ESQ.**  
**ATTORNEY & COUNSELOR AT LAW**  
10651 W. ATLANTIC BLVD.  
CORAL SPRINGS, FL 33071  
TEL: (954) 510-0223  
Fax: (954) 340-3571

May 3, 2006

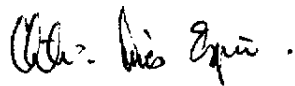
Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Articles of Incorporation of **WOODLANDS DISTRIBUTION, INC.**

Enclosed are an original and one (1) copy of the Articles of Incorporation of Woodlands Distribution, Inc and a check for \$78.75 for the filing fee, and a certified copy. Please mail the certified copy to:

Lilia Espinosa, Esq.  
10651 W. Atlantic Blvd.  
Coral Springs, FL 33071  
(954) 510-0223

Regards,

  
Lilia Inés Espinosa, Esq

RECEIVED  
TALLAHASSEE, FL  
MAY 11 2006  
9:31 AM

**ARTICLES OF INCORPORATION  
OF  
WOODLANDS DISTRIBUTION, INC.**

We, the undersigned, hereby associate ourselves for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provision of the statutes of the State providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

**ARTICLE I**

**NAME**

The name of this corporation is, Woodlands Distribution, Inc., hereinafter referred to as the Corporation.

**ARTICLE II**

**PURPOSE**

This Corporation may engage in any activity or business permitted under the laws of the United States and of this State of Florida and may qualify and engage in such business or businesses anywhere in the world where it may be legal to do so.

**ARTICLE III**

**CAPITAL STOCK**

The amount of the total authorized capital stock of the Corporation shall be Five Hundred (500) shares of common stock of One Dollar (\$1.00) par value, which shall be designated "Common Shares."

The whole or any part of the capital stock of the Corporation shall be payable in lawful money of the United States of America, or property, labor or services at a just valuation to be fixed by the Shareholders.

**ARTICLE IV**

**INITIAL REGISTERED AGENT AND PRINCIPAL OFFICE ADDRESS**

The name and street address of the initial registered agent of this Corporation is Nicolas Olano, 150 S.E. 2<sup>nd</sup>. Avenue, Suite 1103, Miami, FL 33131. The initial street address of said Corporation is 1172 S. Dixie Highway, # 467, Coral Gables, FL 33146

with the privilege, however, of having branch offices or places of business at any other place or places within or without the State of Florida, or in foreign countries.

#### ARTICLE V

##### DURATION

The Corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation.

#### ARTICLE VI

##### NUMBER OF DIRECTORS

There shall be no directors. The Corporation shall be managed by the stockholders.

#### ARTICLE VII

##### BY-LAWS

The By-Laws of this Corporation may be adopted, altered, amended or repealed only by the shareholders.

#### ARTICLE VIII

##### INCORPORATOR

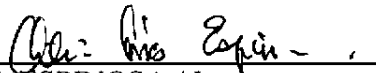
The name and address of the person signing these Articles is Lilia Espinosa, 10651 W. Atlantic Blvd., Coral Springs, FL 33071.

#### ARTICLE IX

##### AMENDMENTS

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by law and all rights conferred on stockholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 3rd day of May, 2006.

  
\_\_\_\_\_  
LILIA ESPINOSA / Incorporator

**ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process for the above Corporation at the place designated in Article Four of these Articles of Incorporation, the undersigned hereby agrees to act in this capacity and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of the duties of a registered agent.

Dated this 3rd day of May, 2006.

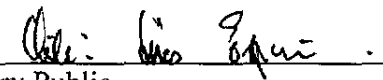
  
NICOLAS OLANO / Registered Agent

STATE OF FLORIDA )

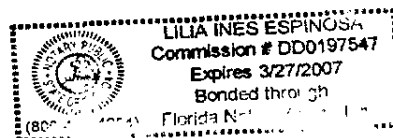
COUNTY OF BROWARD )

BEFORE ME, the undersigned authority, personally appeared Nicolas Olano, who provided identification \_\_\_\_\_ or who is personally known to me X and who after first being duly sworn by me acknowledged her signature of this Articles of Incorporation as Incorporator and her acceptance of the appointment by the above Corporation as its registered agent.

WITNESS my hands and official seal this 3rd day of May, 2006.

  
Notary Public  
State of Florida

My Commission Expires:



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2006-05-08 PM 1:55  
BROWARD COUNTY, FLORIDA