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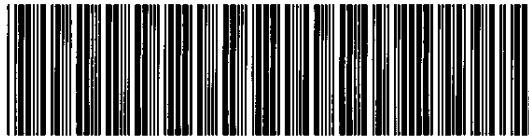
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DIVISION OF CORPORATIONS
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DIVISION OF CORPORATIONS

114

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CORPORATE FILING SERVICE

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. SOLUS GROUP MIAMI, CORP.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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NEW FILINGS

- ☒ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

Examiner's Initials

**ARTICLES OF INCORPORATION
OF**

SOLUS GROUP MIAMI, CORP.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

06 JUN 19 PM 3: 04

**The undersigned incorporator (s) hereby forms the following
corporation Under the laws of the State of Florida:**

ARTICLE I

NAME:

SOLUS GROUP MIAMI, CORP.

**The principal place of business and mailing address of this
corporation shall be: 1700 NE 191 St. Apt.503
North Miami Beach , Fl 33179**

ARTICLE II

PURPOSE:

**The corporation is organized to engage in any and all business
permitted under the laws of the State of Florida.**

ARTICLE III

CAPITAL STOCK:

**The maximum number of shares of stocks which this
corporation is authorized to issue is 3000 shares of \$ 1.00 par value,
common stock. Said shares of stock may be issued only for a
consideration having a fair value as may be determined by the board
of directors.**

ARTICLE IV

TERM OF EXISTENCE:

**This corporation is to exist perpetually from the date
these Articles are filed with the Department of State, subject to the
laws of the State of Florida.**

ARTICLE V

REGISTERED AGENT AND OFFICE:

**This initial Registered Agent and the principal address of
the initial Registered Office of this corporation shall be:**

GABY E. BASCONES

1700 NE 191 St. Apt.503 - North Miami Beach , FL 33179

ARTICLE VI
DIRECTORS:

This corporation shall have two (2) directors initially. The number of directors may be changed from time to time in accordance with by-law adopted by the directors, but the number shall never be less than one (1). The name and street address of the initial director of the corporation is:

GABY E. BASCONES
President-Treasurer

EDUARDO G. ESTRADA
Vicepresident-Secretary

1700 NE 191 St. Apt.503
North Miami Beach, Fl 33179

ARTICLE VII
INCORPORATORS:

The name and street address of the incorporators are:

GABY E. BASCONES
80% shares

EDUARDO G. ESTRADA
20% shares

1700 NE 191 St. Apt.503
North Miami Beach, FL 33179

ARTICLE VIII
PREEMPTIVE RIGHTS:

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others

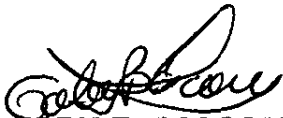
ARTICLE IX
CUMULATIVE VOTING:

At each election for Directors, cumulative voting by shareholders as set forth in Florida Statutes, Chapter 607.097 (4) shall be allowed.

**ARTICLE X
AMENDMENT :**

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 stockholder's meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned Incorporators have hereunto set its hands and seals this 15 day of June 2006.-



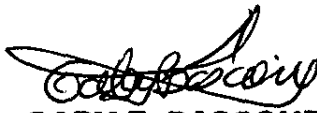
GABY E. BASCONES



EDUARDO G. ESTRADA

ACCEPTANCE BY REGISTERED AGENT:

Having been named to accept service of process for the Above named corporation, at the place designed in these Articles, I Hereby accept this appointment and agree to comply with the provisions of Chapter 48.091 Florida Statutes, relative to keeping open said offices.



**GABY E. BASCONES
REGISTERED AGENT**

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