

# P06000123223

Florida Department of State  
Division of Corporations  
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To: Division of Corporations  
Fax Number : (850)205-0381

From: Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305)634-3694  
Fax Number : (305)633-9696

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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## FLORIDA PROFIT/NON PROFIT CORPORATION

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September 25, 2006

FLORIDA DEPARTMENT OF STATE

Division of Corporations

EXPIRE CORPORATE KIT COMPANY

SUBJECT: INVEST TO BE RICH CORP.

REF: W06000041957

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Article XII is listed twice.

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Ruby Dunlap  
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New Filing Section

FAX Aud. #: H06000227582  
Letter Number: 806A00057040

P.O BOX 6327 - Tallahassee, Florida 32314



#### ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may either increase or diminish from time to time by the by-laws but shall never be less than one. The name and address of the initial directors of this corporation are:

P/D  
Eduardo E. Fuste  
5690 S.W. 152<sup>nd</sup> Court  
Miami, Florida 33193

#### ARTICLE VIII - INCORPORATOR

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

Francisco J. Ortega  
2151 Le Jeune Road, Suite 202  
Coral Gables, Florida 33134

#### ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or re-peal by-laws shall be vested in the Board of Directors and the shareholders.

#### ARTICLE X - CALLING OF SPECIAL MEETINGS

Special meetings of shareholders may be called by the Board of Directors or the holders of not less than one tenth of all the shares entitled to vote at the meeting.

#### ARTICLE XI - SHAREHOLDER VOTING AND QUORUM

The majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders. If a quorum is present, the affirmative vote of the majority of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

Francisco J. Ortega, Esq.  
2151 Le Jeune Road, Suite 202  
Coral Gables, Florida 33134  
Florida Bar Number: 258740

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ARTICLE XII - APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.


ARTICLE XIII - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XIV - AMENDMENT

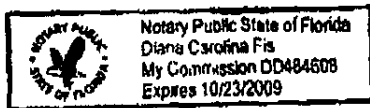
This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

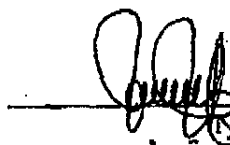
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 13<sup>th</sup> day of September, 2006.

  
Francisco J. Ortega, Incorporator

STATE OF FLORIDA )  
COUNTY OF DADE )

The foregoing instrument was acknowledge before me this 13<sup>th</sup> day of September, 2006 by Francisco J. Ortega, who is personally known to me and who did take an oath.



  
Notary Public

I, the undersigned, having been named as Initial Registered Agent of the Corporation in the foregoing Articles of Incorporation hereby accept said office and will serve in said capacity.

  
Francisco J. Ortega, Registered Agent

Francisco J. Ortega, Esq.  
2151 Le Jeune Road, Suite 202  
Coral Gables, Florida 33134  
Florida Bar Number: 258740

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