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## ACCOUNTING AND TAX SOLUTIONS 4931 N. UNIVERSITY DRIVE, LAUDERHILL FL 33351 TEL (954) 746 9224 FAX (954) 746 9403

OCT 26, 2006

DEPARTMENT OF STATE DIVISION OF CORPORATIONS 409 GAINS STREET TALLAHASSE, FL 32399

REF: NEW CORPORATION: BY NAYO CARPET, INC

ENCLOSED PLEASE FIND THE ARTICLES OF INCORPORATION FOR NAYO CARPET, INC FOR PROFIT CORPORATION, I AM ALSO INCLUDING A CHEK TO COVER THE FILING EXPENSES.

WE WILL APPRECIATE VERY MUCH A PROMPT PROCESSING OF THIS CORPORATION. IF YOU HAVE ANY QUESTIONS PLEASE DO NOT HESITATE TO GET IN TOUCH WITH US.

YOURS THRUL

ROBERTO E. MONTOYA

PD: THE NEW CORPORATION SUBSCRIBED BY OFFICER DIRECTOR DANIEL GUSTAVO VALLEJO

PD: ADD CHECK FOR \$ 78.75

FILED

### ARTICLE OF INCORPORATION OF NAYO CARPET, INC

06 NOV -3 AM 2: 42

ARTICLE ONE

SECRETARY OF STATE TALLAHASSEE, FLORIDA

THE NAME OF THIS CORPORATION SHALL BE NAYO CARPET, INC. THE PRINCIPAL PLACE OF BUSINESS OF THIS CORPORATION SHALL BE:

4160 NW 79 AVE APT 1H MIAMI FL 33166

ARTICLE TWO
NATURE OF BUSINESS

THIS CORPORATION MAY ENGAGE IN ANY BUSINESS ACTIVITY OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES OF AMERICA AND THE STATE OF FLORIDA.

### ARTICLE THREE TERM OF EXISTENCE

THIS CORPORATION SHALL HAVE PERPETUAL EXISTENCE, UNLESS SOONER DISSOLVED IN ACCORDANE WITH THE LAWS OF THE STATE OF FLORIDA, THE DATE ON WHICH CORPORATE EXISTENCE SHALL BEGIN IS OCT 29, 2006

### ARTICLE FOUR MINIMUN CAPITAL

THE AMOUNT OF CAPITAL WITH WHICH THE CORPORATION SHALL BEGIN BUSINESS SHALL NO BE LESS THAN ONE THOUSAND DOLLARS (\$ 1000.00) OR SUCH GREATER AMOUNT AS MAY BE REQUIERED BY LAW.

#### ARTICLE FIVE OFFICERS DIRECTORS

THIS CORPORATION SHALL HAVE ONE DIRECTOR INITIALLY, THE NUMBER OF DIRECTORS MAY EITHER INCREASED OR DIMISHED FROM TIME TO TIME BY THE LAWS, BUT SHALL NEVER BE LESS THAN ONE (1)
THE INICIAL DIRECTORS AND OFFICERS OF THIS CORPORATION ARE:

DANIEL GUSTAVO VALLEJO 7922 SW 153 PL MIAMI FL 33193
YOANA PAOLA GEYMONAT 4160 NW 79 AVE APT 1H MIAMI FL 33166

#### ARTICLE SIX

#### **AMENDMENT**

THESE ARTICLES OF INCORPORATION MAY BE AMENDED IN ANY MANNER CONSISTENT WITH THE LAWS OF THE STATE OF FLORIDA.

#### ARTICLE SEVEN

#### CAPITAL STOCK

THIS CORPORATION IS AUTHORIZED TO ISSUE SHARES OF STOCK AS FOLLOWS:

A. DESIGNATION: THE STOCK OF THIS CORPORATION SHALLL BE KNOWN AS

COMMON STOCK.

- B. AUTHORIZED: THE MAXIMUN NUMBER OF SHARES OF COMMON STOCK THAT THIS CORPORATION MAY ISSUE IS:100
- C. PAR VALUE: EACH SHARE OF COMMON STOCK SHALL HAVE THE PAR VALUE OF: \$ 10.00
- D. CONSIDERATION: SHARES OF COMMON STOCK MAY BE ISSUE IN EXCHANGE FOR CASH, REAL PROPERTY, LABOR OR SERVICES RENDERED, OR ANY COMBINATION OF THE FOREGOING. IN THE ABSENCE OF FRAUD IN THE TRANSATION, THE JUGMENT OF THE BOARD OF DIRECTORS AS TO THE VALUE OF ANY SUCH CONSIDERATION SHALL BE CONCLUSIVE.
- E. NON-ASSESSABILITY: EACH SHARE OF COMMON STOCK SHALL BE ISSUED IN EXCHANGE FOR CONSIDERATION WICH IS AT LEAST EQUAL TO THE PAR VALUE THEREOF, AND SHALL BE FULLY PAID AND NON-ASSESSABLE/
- F VOTING RIGHTS: EACH SHARE OF COMMON STOCK SHALL ENTITLE THE RECORD HOLDER THEREOF TO ONE VOTE UPON EACH PROPOSAL PRESENTED AT MEETINGS OF THE STOCKHOLDERS OF THE CORPORATION.
- G. CUMULATIVE VOTING: NO HOLDER OF COMMON STOCK SHALL BE ENTITLED TO ANY RIGHT OF CUMULATIVE VOTING.
- H. DIVIDENDS: RECORD HOLDERS OF COMMON STOCK ARE ENTITLED TO RECEIVE THEIR PRO-RATA SHARE OF ANY DIVIDENS THAT MAY BE DECLARED BY THE BOARD OF DIRECTORS OUT OF ASSETS LEGALLY AVAILABLE FOR SUCH PURPOSE.
- I. LIQUIDATION RIGHTS: HOLDERS OF COMMON STOCK ARE ENTITLED, IN THE EVENT OF THE LIQUIDATION OF DISSOLUTION OF THIS CORPORATION, TO RECEIVE THEIR PRO-RATA SHARE OF ANY ASSETS OF THIS CORPORATION REMAINING AFTER PAYMENT OF ALL CORPORATE DEBTS AND OBLIGATIONS.

#### ARTICLE EIGHT

#### **INCORPORATORS**

THE NAME AND ADDRESS OF THE INCORPORATOR TO THESE ARTICLES OF INCORPORATION IS:

DANIEL GUSTAVO VALLEJO

7922 SW, 153 PL

MIAMI/FL 33193

SIGNATURE OF INCORPORATOR

STATE OF FLORIDA COUNTY OF Broward

THE FOREGOING INSTRUMENT WAS ACKNOWLEDGED AN SWORN BEFORE ME THIS OCT 26, 2006, BY DANIEL GUSTAVO VALLEJO (INCORPORATOR) OF NAYO CARPET, INC

NOTARY PUBLIC STATE OF FLORIDA

AT LARGE,

MY COMMISSION EXPIRES JAN 18, 2009



# CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, 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 na	ime of the	corporation is:	NAYO	CARPET,	INC
2. The na	me and ad	dress of the re	gistered agent ar	nd office is:	06 NOV -3
		DANIEL	GUSTAVO	VALLEJO	HQ 3
	,		(Name)		2: 43 FLORIDE
	•	7922	SW 153	PLACE	Bu, n
, <b>.</b>	<u></u>	(P ()	. Box not acceptab	ole)	<del></del>
		MIAMI	FL	33193	
	•		(City/State/Zip)		_
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Having hee	n named a	s registered ac	rent and to accer	nt service of proce	ss for the
above state the appoint to comply w	d corporationent as registry the proving the contract of the proving the corporation of t	on at the place distared agent disjons of all st	e designated in ti and agree to act atutes relating to	nt service of proce his certificate, I he in this capacity. I o the proper and co the obligations of	reby accept furtier agree omplete perfor-
mance of my as registere	y duties, an d agent, // /24/	o i am tarşıllar '	With and accept	the colligations of	my position
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ROBERTO E DUNTOYA
Notary Public State of Florida
MyCommission Existe Jan 18, 2005
Commission # OD 378153
Bonded By National Notary Asso