

PD7000091347

Marta V. Castellanos

18865 N.W. 55th Ave

Miami FL, 33055

(City/State/Zip/Phone #)

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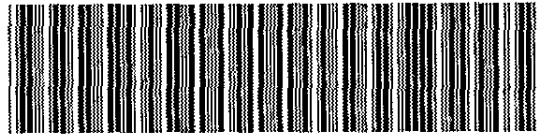
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

07 AUG 14 AM 11:04

APPROVED  
AND  
FILED

B. McKnight AUG 15 2007

1- Hermon Furniture Corp.

would you please send the articles  
of the corp. to:  
ATT Veronica Castellanos  
18865 N. W 55 Ave Miami FL 33055-

**ARTICLES OF INCORPORATION  
OF**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

07 AUG 14 AM 11:04

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AND  
FILED

**ARTICLE I  
NAME**

**HERMOR FURNITURE CORPORATION.**

The name of this Corporation is. **HERMOR FURNITURE CORPORATION.**  
And its mailing address is 2405 S.W. 10<sup>TH</sup> Street Suite # 4 Miami, Fl 33135.

**ARTICLE II  
NATURE OF BUSINESS**

This Corporation is being formed for the following purposes:

- a. To engage In any and all lawful business or activity permitted under the laws of the United States and the State of Florida.
- b. To generally have and exercise all powers, rights and privileges necessary incident to carrying out properly the objects herein mentioned.
- c. To do anything and everything necessary, suitable, convenient or proper for accomplishment of any of the purposes or the attainment of any or all of the objects hereinbefore enumerated or Incidental to the purposes and powers of the corporation or which at any time appear conducive thereto or expedient.

**ARTICLE III  
TERM OF EXISTENCE**

This Corporation shall have perpetual existence unless sooner dissolved in accordance with the laws of the State of Florida. The date on which corporate existence shall begin is the date on which these Articles of Incorporation are filed with the Secretary of State of the State of Florida.

ARTICLE IV  
CAPITAL STOCK

This Corporation is authorized to issue 100 shares of \$ 1.00 par value common stock, which shall be designated "Common Shares.

ARTICLE V  
INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of the Corporation is  
and the name of the initial registered agent of this Corporation is Pablo Herdocia

ARTICLE VI  
INITIAL DIRECTORS

The Corporation shall initially have three directors. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The names and addresses of the initial directors of this Corporation are:

<u>Name</u>	<u>Address</u>
PABLO ANTONIO HERDOCIA	2405 S. W. 10th Street Suite # 4 MIAMI FL 33135
KARLA PATRICIA MORALES	2405 S. W. 10th Street Suite # 4 MIAMI FL 33135

ARTICLE VII  
DIRECTOR QUORUM AND VOTING

No less than a majority of the directors shall constitute a quorum for a meeting of directors. If a quorum is present, the affirmative vote of a majority of the directors present, or, if a director or directors have abstained from voting because of an interest in

the matter to be voted upon, the affirmative vote of a majority of the directors present and voting, shall be the act of the Board of Directors.

#### ARTICLE VIII VOTING REQUIREMENTS FOR SHAREHOLDERS

The affirmative vote of a majority of the shareholders of this Corporation entitled to vote shall be required for the authorization of any action of the shareholders of this Corporation

#### ARTICLE IX CLASSES OF DIRECTORS

The By-Laws of this Corporation may provide that the directors be divided into not more than four classes, as nearly equal in number as possible, whose terms of office shall respectively expire at different times.

#### ARTICLE X AMENDMENTS TO ARTICLES OF INCORPORATION AND BY-LAWS

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendments hereto and any right conferred upon the shareholders is subject to this reservation. Further, the power to adopt, alter, amend or repeal the By-Laws shall be vested in the Board of Directors of this Corporation

#### ARTICLE XI POWERS

This Corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act, as amended from time to time.

ARTICLE XII  
DIVIDENDS

Dividends payable in shares of any class may be paid to the holders of shares of any other class.

ARTICLE XIII  
INDEMNIFICATION

This corporation shall indemnify any and all of its directors, officers, employees or agents or former directors, officers, employees or agents or any person or persons who may have served at its request as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise in which it owns shares of capital stock or of which it is a creditor, to the fullest extent permitted by law. Said indemnification shall include, but not be limited to, the expenses, including the cost of any judgments, fines, settlements and counsel's fees, actually and necessarily paid or incurred in connection with any action, suit or proceedings, whether civil, criminal, administrative or investigative, and any appeals thereof, to which any such person or his legal representative may be made a party or may be threatened to be made a party, by reason of his being or having been a director, officer, employee or agent as herein provided. The foregoing right of indemnification shall not be exclusive of any other rights to which any director, officer, employee or agent may be entitled as a matter of law or which he may be lawfully granted.

ARTICLE XIV

INCORPORATOR

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

NAME

PABLO ANTONIO HERDOCIA

ADDRESS

2405 S. W. 10th Street Suite # 4  
MIAMI FL 33135

KARLA PATRICIA MORALES

2405 S. W. 10th Street Suite # 4  
MIAMI FL 33135

IN WITNESS WHEREOF, the undersigned incorporator has executed these  
Articles of Incorporation on this 07 day of July 2007.

  
Pablo Antonio Herdocia

  
Karla Patricia Morales

ACKNOWLEDGMENT

STATE OF FLORIDA  
COUNTY OF MIAMI-DADE

}

On this the 06 day of July 2007 before me,  
the undersigned Notary Public of the State of  
Florida personally appeared  
Pablo Antonio Herdocia & Karla Patricia Morales  
whose name is subscribed to the  
within instrument, and he acknowledges that  
they executed it.

NOTARY PUBLIC  
SEAL OF OFFICE:

WITNESS my hand and official seal.

\_\_\_\_\_  
NOTARY PUBLIC, STATE OF FLORIDA

\_\_\_\_ Personally known to me, or  
\_\_\_\_ Produced identification: Drivers' License

**CERTIFICATE DESIGNATING THE ADDRESS  
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**

**WITNESSETH**

That desiring HERMOR FURNITURE CORPORATION  
to organize under the laws of the State of Florida, has named PABLO ANTONIO  
HERDOCIA. Located at 2405 SW 10<sup>th</sup> Street Suite # 4 Miami Fl 33135 As its agent  
to accept service of process within this state.

**ACKNOWLEDGMENT:**

Having been named 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, and I further  
agree to comply with the provisions of all statutes relative to the proper and complete  
performance of my duties, and I accept the duties and obligations of Section 607.0505,  
Florida Statutes.

Dated this 06 day of July 2007.

**REGISTERED AGENT:**

  
\_\_\_\_\_  
Pablo Antonio Herdocia

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

07 AUG 16 AM 11:05

APPROVED  
AND  
FILED