

# Florida Department of State

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# FLORIDA PROFIT/NON PROFIT CORPORATION

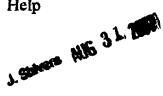
BONSAI IMPORTS, INC.

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# ARTICLES OF INCORPORATION OF BONSAI IMPORTS, INC.

The undersigned incorporator of this Corporation under Chapter 607, Florida Statutes, as amended, adopts the following Articles of Incorporation.

## ARTICLE !

The name of this Corporation is: BONSAI IMPORTS, INC.

# ARTICLE 4

The principal place of business of this Corporation shall be 12955 SW 40TH Stre Suite 9, Miami, Florida 33175.

#### ARTICLEJH

The Corporation shall have perpetual extatence.

#### ARTICLE IV

The general purpose for which the Corporation is organized in the following: to engage in and transact any tawful business for which corporations may be incorporated under the Florida General Corporation Act, and to do such other things as are incidental to the purposes of the Corporation or necessary of desirable in order to accomplish them.

#### <u>ARTICLE V</u>

The maximum number of shares which this corporation is authorized to have outstanding at any time is One Thousand (1,000) shares of common stock having a per value of One and 00/100 Dollars (\$1.00) per share. The Board of Directors may authorize the Issuance of such stock to such persons upon such terms and for such consideration as it may deem appropriate. The

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consideration may include money or other property, which property shall be received at just valuation to be fixed by the Board of Directors of this Corporation.

## **ARTICLE VI**

The initial registered office of this Corporation shall be 12955 SW 40<sup>th</sup> Street, Suite 9, Miamil, Florida 33176, and the initial registered agent of this Corporation at such office shall be Richard Ferradas who, by signing these Articles of Incorporation, accepts the designation and agrees to comply with the provisions of Section 48.091 Florida Statutes as amended from time to time with respect to keeping an office open for service of process.

## **ARTICLE VII**

The Initial Board of Directors shall consist of two (2) members. The number of directors may be increased or decreased from time to time by vote of the shareholders.

#### ARTICLE VIII

The names and addresses of the directors constituting the initial Board of Directors are:

<u>Name</u>

Address

Richard Ferradas

13305 SW 22 Terrace Mlami, Florida Director/President

Jenwit Sriboonrod

13601 SW 103 Place Miami, Florida 33176 Ofrector/Vice President

ARTICLE IX

The name and the street address of the subscriber to the Articles of Incorporation is:

<u>Name</u>

Address

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Lawrence S. Evens

2121 S.W. Third Avenue Suite 100 Miami, Florida 33129.

#### ARTICLE X

In the absence of fraud, he contract or other transaction between this Corporation and any other person, opporation, firm, essociation or partnership shall be affected or invalidated by the fact that any director or officer of this Corporation has a pecuniary or other interest therein. Any director may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation for the purpose of authorizing any such contract or transaction with like force and effect as if he or she were not interested, or were not a director, member or officer of such other corporation, firm, association or partnership.

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SECRETIARY OF STATE
TALLAHASSEE, FLORID,
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# ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for BONSAI IMPORTS, INC. at the place designated in the foregoing Articles of Incorporation, Richard Ferradas agrees to act in this capacity and agrees to comply with the provisions of Section 807.0501, Florida Statutes relative to keeping open an office.

Dated: August 25,2007.

RICHARD FERRADAS