

Division of Corporations Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H070002496073)))



Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations

Fax Number : (850)617-6381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY

Account Number: 072450003255 : (305)634-3694 Fax Number : (305)633-9696



I & a ceballos inc.

produces and the state of the second	ر <u>الأسائل على الحالم في المشاهدية و في المناهدة الموجود و المسيدة و يسايلة منظمات الم</u>
Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

Electronic Filing Menu

Corporate Filing Menu

Help

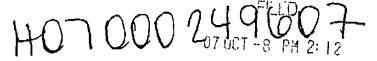
1 of 1

10/8/2007 2:48 PM

EMPIRE CORP KIT

9696889908 09:ÞI

10/08/5007



CERTIFICATE OF INCORPORATION

SECRETARY OF STATE TALLAHASSEE. FLORIDA

OF

L & A CEBALLOS INC.

We, the undersigned, in order to form a corporation for the purposes hereinsfter stated, under and pursuant to the provisions of the Several Acts of Legislature of the State of Thorida, do hereby subscribe to this certificate of incorporation.

FIRST: The name of the corporation is:

L & A CEBALLOS INC.

And its principal place of business will be at

8002 S W 149 AVE APT B410 MIAMI, FLORIDA 33193

SECOND: The business of this corporation shall be to engage in any and all lawful business or businesses.

THIRD: The Corporation shall have one class of stock, namely common, voting and participating. Each share of stock shall be \$1.00 par value and the maximum number of shares to be issued and outstanding at any one time is 1000.

All of such stock shall be issued as fully paid for and exempted from assessment. Such stock may be paid for in property, labor or services and property and labor or services may be purchased or paid for by the corporation with such stock. Likewise stock of other corporations or going businesses may be purchased by corporation in return for this corporation's stock. Such property, labor, services and stock of other corporations and going business shall be at just valuation determined by the Board of Directors. This corporation may purchase, trade, or otherwise acquire, hold or re-issue chares of its own stock.

FOURTH: The amount of capital with which the corporation shall begin business will not be less than FIVE HUNDRED (\$500.) DOLLARS.

FIFTH: The existence of the corporation shall be perpetual.

SIXTE: The board of directors shall consist of no fewer than one or more than seven directors.

SEVENTE: The common stock of this corporation shall be issued pursuant to the requirements of section 1244 of the Internal Revenue code and the regulations issued thereunder.

H07000249607

EIGHTH: The names and post office address of the first officers and directors who, subject to the provisions of this certificate of incorporation, the By-laws and the laws of the state of florida thereunto appertaining, shall hold office for the first year of the corporation's existence or until their successors are elected and shall have qualified, are as follows:

Office

Name

Post office address

PRESIDENT LORETA G CERALLOS 8002 S W 149 AVE APT B410 MIAMI, FLORIDA 33193

SECRETARY LORETA G CEBALLOS 8002 s W 149 AVE APT B410 MIAMI, FLORIDA 33193
NINTH: The name and post office address of each subscriber to
the Certificate of Incorporation and the number of shares of stock
which each agrees to take are as follows:

Kame

Post office address

Shares

LORETA G CERALIOS 8002 8 W 149 AVE APT 8410 MIAMI, FLORIDA 33193

100

For the stock the above-named party will pay the sum of five and no/100 (5.00) Dollars-------------------------for each share of stock, or a total of FIVE HUNDRED and no/100 (500.00) DOLLARS.

TENTE: The stockholders of this corporation may divide themselves into groups for the purposes of obtaining unit control in the corporation, and when any agreement shall be binding upon the corporation, it shall be recognised by the directors and shall be observed by the officers and agents of the corporation; and particularly the stockholders are authorized to include in such agreements entered into between themselves provisions which will confer upon the individual groups the power to elect certain numbers of directors and, in particular, the stockholders may include in agreements between themselves the following as valid matters of agreement, to wit:

- (a) The manner and method in which the persons by whom directors may be elected.
- (b) Any limitations upon the transferability or assignment of the stock.
- (d) The conferring of preemptive rights of purchase upon stockholders as conditions precedent to the sale of any other stock.
- (d) The making of By-Laws and rules for holding meetings and what constitutes a quorum therefore.
- (e) Any matters related to effectuating the purposec included in any of the foregoing matters.

FLED

07 OCT -8 PH 2:12

SECNETARY OF STATE TALLAHASSEE, FLORIDA

Agreements between stockholders shall continue binding upon the comporation until there is filed with the president and secretary of the corporation, in duplicate, a written instrument signed by the persons who originally created such stockholder agreement (or their successors in ownership, providing such succession in ownership shall have been accomplished in accordance with the terms of the stockholders agreement) consenting to the revocation and cancellation of the agreement among the stockholders.

ELEVENTH: Cumplative voting may be permitted by the terms of the by-laws.

TWELFTH: LORETA CERALLOS residing at 8002 S W 149 AVE APT B410 MIAMI, FLORIDA 33193

Registered agent for service of process upon this corporation, subject nevertheless to the right of this corporation to change such resident agent and the office location of place of business for service of process in the manner provided in Section 48.091(1) of Florida Statues.

IN WITNESS WHEREOF, the part Hand and seals this _08 day of	des hereto have bereunto set their A.D., 2007.
Signed, smaled and delivered in the presence of (As to all)	
	Louis Crus Velallon seal)
	(Seal)

Having been named to accept service of process for the above stated comporation, 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.

TOULA (OSULL | LIBELLAN (SEE LORETA CEBALLOS REGISTERED AGENT FILED

07 OCT -8 PM 2: 1? SECHETARY OF STATE HOTOOD 249607 TALLAHASSEE, FLORIDA

STATE OF FLORIDA	. }	
)	39:
COUNTY OF DADE)	

BE IT REMEMBERED that on this day personally appeared before me the undersigned notary public in and for the State of Florida.

LORETA CERALLOS

parties to the foregoing certificate of incorporation, known to me personally to be such, upon their cath, they acknowledged the same to be the act and deed of such signers and that the facts therein stated are truly set forth.

WITMESS my hand and official seal at Miami, said

County and State, this _08 day of _OCTOBER_ A.D., 2007

(SEAL)

notary public-state of florida Commission POISSING
Expires: MAR. 16, 2011 RONDED THEIR ATLANTIC ROMBING CO., CA.

Notary public State of Florida

H070002491007