

PO7000/28/67

(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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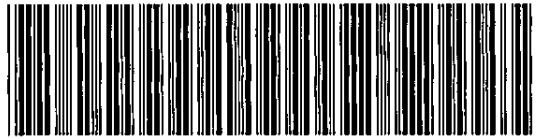
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



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11/27/07--01010--021 \*\*78.75

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07 NOV 30 AM 11:38

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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07 NOV 27 AM 11:00

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

KS  
12/6/07



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07 NOV 30 AM 10:44

FLORIDA DEPARTMENT OF STATE

Division of Corporations

STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

November 28, 2007

LAZARUS

SUBJECT: PALMS VALLEY, INC

Ref. Number: W07000057914

We have received your document for PALMS VALLEY, INC and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

The document number of the name conflict is L07000022739 ( PALM VALLEY LLC ).

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6870.

Karen Saly  
Regulatory Specialist II  
New Filing Section

Letter Number: 407A00067521

**LAZARUS**  
**CORPORATE FILING SERVICE**

**3320 SW 87<sup>TH</sup> AVENUE**

**MIAMI, FL 33165 (305) 552-5973**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. PALMS GREEN VALLEY INC.

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)

☒ Walk in

☒ Pick up time

2.06

☒ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

**NEW FILINGS**

- ☒ Profit  
☐ Not for Profit  
☐ Limited Liability  
☐ Domestication  
☐ Other

**AMENDMENTS**

- ☐ Amendment  
☐ Resignation of R.A., Officer/Director  
☐ Change of Registered Agent  
☐ Dissolution/Withdrawal  
☐ Merger

**OTHER FILINGS**

- ☐ Annual Report  
☐ Fictitious Name

**REGISTRATION/QUALIFICATION**

- ☐ Foreign  
☐ Limited Partnership  
☐ Reinstatement  
☐ Trademark  
☐ Other

Examiner's Initials

ARTICLE OF INCORPORATION  
OF  
PALMS GREEN VALLEY INC.

FILED  
07 NOV 30 AM 11:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA, AND UNDER THE STATUTE OF THE STATE OF FLORIDA PROVIDING FOR THE FORMATION, RIGHTS, PRIVILEGES, IMMUNITIES AND LIABILITIES OF INCORPORATING FOR PROFIT, DO HEREBY ADOPT THE FOLLOWING ARTICLES OF INCORPORATION:

ARTICLE ONE

THE NAME OF THE CORPORATION: PALMS GREEN VALLEY INC.

ARTICLE TWO

THE GENERAL PURPOSES FOR WHICH THE CORPORATION IS ORGANIZED ARE:

1. TO TRANSACT ANY LAWFUL BUSINESS FOR WHICH CORPORATIONS MAY BE INCORPORATED UNDER THE FLORIDA GENERAL CORPORATION ACT, AND ENGAGE IN ANY OTHER TRADE OR BUSINESS THAT CAN BE ADVANTAGEOUSLY CARRIED IN CONNECTION WITH OR AUXILIARY TO THE FOREGOING BUSINESS.
2. TO DO SUCH THINGS AS ARE INCIDENTAL TO THE FORGOING OR NECESSARY OR DESIRABLE IN ORDER TO ACCOMPLISH THE FOREGOING.

ARTICLE THREE

THE AGGREGATE NUMBER OF SHARES, WHICH THE CORPORATION IS AUTHORIZED TO ISSUE, IS 100 SHARES OF COMMON STOCK, SUCH SHARES SHALL BE OF A SINGLE CLASS, AND SHALL HAVE A PAR VALUE OF \$1.00.

ARTICLE FOUR

THE PLEDGE, SALE, TRANSFER OR OTHER DISPOSITION OF THE CAPITAL STOCK MAY BE GOVERNED AND RESTRICTED BY THE BY-LAWS FOR WRITTEN AGREEMENT AMONG THE STOCKHOLDERS WHICH SHALL BE ON FILE IN THE OFFICE OF THE OFFICER OF THE CORPORATION SO NAMED IN ARTICLE SEVEN HEREIN.

THE BY-LAWS MAY PROVIDE FOR CUMULATIVE VOTING BY STOCKHOLDERS AT THE ELECTIONS OF THE DIRECTORS OF THE CORPORATION.

ARTICLE FIVE

THE AMOUNT OF CAPITAL WITH WHICH THIS CORPORATION MAY BEGIN BUSINESS SHALL NOT BE LESS THAN ONE HUNDRED (\$100.00) DOLLARS.

ARTICLE SIX

THE EXISTENCE OF THE CORPORATION IS PERPETUAL

## ARTICLE SEVEN

THE INITIAL ADDRESS AND PRINCIPAL OFFICE OF THE CORPORATION IN THE STATE OF FLORIDA SHALL BE: 782 NW 42<sup>nd</sup> AVE #340 MIAMI FL 33126  
THE BOARD OF DIRECTORS MAY FROM TIME TO TIME MOVE THE PRINCIPAL OFFICES TO ANY OTHER ADDRESS WITHIN THE STATE OF FLORIDA. THE REGISTERED AGENT IS: JOSE NICHOLAS PAREDES  
ADDRESS: 7000 ISLAND BLVD # 1203 AVENTURA FL 33160

## ARTICLE EIGHT

A BOARD OF DIRECTOR(S) CONSISTING OF NOT LESS THAN (1) AND NO MORE THAN (5) SHALL MANAGE THE BUSINESS OF THE CORPORATION. A QUORUM FOR THE HOLDING OF A MEETING OF THE BOARD OF DIRECTOR(S), AND FOR THE TRANSACTION OF ANY BUSINESS PROPERTY CARRIED OUT BY THE DIRECTOR(S) ON BEHALF OF THE CORPORATION, SHALL CONSIST OF A MAJORITY OF THE MEMBERS THERE OF. BUT, THE DIRECTOR(S), BY UNANIMOUS CONSENT IN WRITING, INCLUDED IN THE MINUTES OF THE CORPORATION, MAY CONSENT TO THE DOING OF ANY ACT AND SUCH CONSENT IN WRITING SHALL HAVE THE SAME FORCE AND EFFECT AS THOUGH A FORMAL MEETING HAD BEEN HELD PURSUANT TO CALL BEING DULY MADE AND AS THOUGH THE SAID ACT HAD BEEN COMPLETED AND AUTHORIZED AT A MEETING AT WHICH A QUORUM HAD BEEN PRESENT, AND / OR SUCH DUTIES MAY BE DELEGATED TO AN "EXECUTIVE COMMITTEE".

## ARTICLE NINE

THE NUMBER OF DIRECTORS CONSTITUTING THE INITIAL BOARD OF DIRECTORS OF THE CORPORATION IS AS FOLLOWS. THE NAME AND ADDRESS OF EACH PERSON WHO IS TO SERVE AS A MEMBER OF THE INITIAL BOARD OF DIRECTOR IS:

PRESIDENT: JOSE NICHOLAS PAREDES 7000 ISLAND BLVD # 1203 AVENTURA FL 33160

VICE-PRES: ANA SANTILLAN MONTERO 540 BRICKELL KEY DRIVE # 1216 MIAMI FL 33131

SECRETARY: JOSE NICHOLAS PAREDES 7000 ISLAND BLVD # 1203 AVENTURA FL 33160

TREASURER: ANA SANTILLAN MONTERO 540 BRICKELL KEY DRIVE # 1216 MIAMI FL 33131

## ARTICLE TEN

THE NAME AND ADDRESS OF THE SUBSCRIBERS TO THE ARTICLES OF INCORPORATION, AND THE NUMBER OF SHARES OF STOCK THAT THEY AGREE TO TAKE ARE AS FOLLOWS:

NAME: VALUE	ADDRESS:	SHARES/CASH
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<u>FLORIDA ESTATES GROUP LLC</u>	<u>782NW 42<sup>nd</sup> AVE # 340 MIAMI FL 33126</u>	<u>100      \$ 100.00</u>
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ARTICLE ELEVEN

THE STOCK OF THE CORPORATION MAY BE ISSUED PURSUANT TO THE PROVISIONS UNDER SECTION 1244 OF THE INTERNAL REVENUE CODE IN ORDER THAT THE STOCKHOLDERS OF THE CORPORATION MAY RECEIVE THE BENEFITS THEREUNDER.

IN WITNESS WHEREOF: WE HAVE HEREUNTO SET OUR HANDS AND SEALS  
THIS 26 DAY OF November 2007,

\_\_\_\_ (SEAL)

\_\_\_\_ (SEAL)

\_\_\_\_ (SEAL)

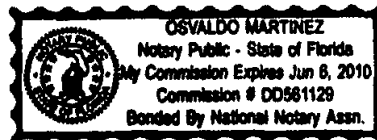
STATE OF FLORIDA  
COUNTY OF MIAMI DADE

I HEREBY CERTIFY THAT ON THIS DAY PERSONALLY APPEARED BEFORE ME, AN OFFICER BULY AUTHORIZED TO TAKE ACKNOWLEDGEMENTS AND ADMINISTER OATHS IN THE STATE OF FLORIDA, JOSE NICHOLAS PAREDES TO ME WELL KNOWN TO BE THE PERSON DESCRIBED IN AND WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION, AN WHO ACKNOWLEDGED BEFORE ME THAT HE/SHE EXECUTED FREELY AND VOLUNTARILY FOR THE PURPOSE THREIN EXPRESSED.

IN EYEWITNESS WHEREOF, I HAVE SET HAND SEAL IN THE STATE AND COUNTY ABOVE, ON THIS 26 OF NOVEMBER, 2007.

Osvaldo Martinez

NOTARY PUBLIC  
STATE OF FLORIDA  
COMMISSION EXPIRES \_\_\_\_\_



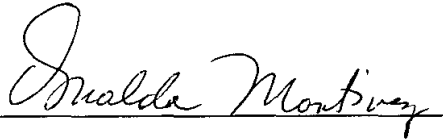
ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE NAMED CORPORATION, AT THE PLACE DESIGNATED IN THESE ARTICLES, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUES RELATIVE TO THE PROPER PERFORMANCE OF MY DUTIES.

Osvaldo Martinez  
REGISTERED AGENT  
**OSVALDO MARTINEZ**

STATE OF FLORIDA  
COUNTY OF MIAMI DADE

BEFORE ME, A NOTARY PUBLIC AUTHORIZED TO TAKE  
ACKNOWLEDGMENT IN THE STATE AND COUNTY SET FORTH ABOVE,  
PERSONALLY APPEARED **OSVALDO MARTINEZ**, WELL KNOWN TO ME TO  
BE THE PERSON WHO EXECUTED THE FOREGOING ACCEPTANCE BY  
REGISTERED AGENT, AND HE ACKNOWLEDGED BEFORE ME THAT HE  
EXECUTED THAT ACCEPTANCE ON THE 26 DAY OF  
NOVEMBER, 2007.



NOTARY PUBLIC  
STATE OF FLORIDA  
COMMISSION EXPIRES



STATE OF FLORIDA  
DEPARTMENT OF STATE

FILED

07 NOV 30 AM 11:38

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED AND NAMES AND ADDRESSES OF THE OFFICERS  
AND DIRECTORS

THE FOLLOWING IS SUBMITTED, IN COMPLIANCE WITH CHAPTER 48.091,  
FLORIDA STATUTES:  
~~PALMS GREEN VALLEY~~  
~~TNT~~ A CORPORATION ORGANIZED (OR ORGANIZING)  
UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL OFFICE  
AT 782 NW 42<sup>nd</sup> AVE # 340 MIAMI FL 33126 HAS NAMED JOSE NICHOLAS  
PEREDES, PRESENT AT 7000 ISLAND BLVD # 1203 AVENTURA FL 33160  
MIAMI DADE COUNTY AS ITS AGENT TO ACCEPT SERVICE OF PROCESS  
WITHIN THIS STATE.

OFFICERS:

NAMES

TITLE

ADDRESS

JOSE NICHOLAS PEREDES PRESIDENT 7000 ISLAND BLVD # 1203 AVENTURA  
FL 33160

ANA SANTILLAN MONTERO VICE-PRES. 540 BRICKELL KEY DRIVE # 1216  
MIAMI FL 33131

JOSE NICHOLAS PEREDES SECRETARY 7000 ISLAND BLVD # 1203 AVENTURA FL  
33160

ANA SANTILLAN MONTERO TREASURY 540 BRICKELL KEY DRIVE # 1216  
MIAMI FL 33131

DIRECTOR(S):

NAMES

ADDRESS

JOSE NICHOLAS PEREDES

7000 ISLAND BLVD # 1203 AVENTURA FL 33160

BY:

CORPORATE OFFICER/INCORPORATOR  
JOSE NICHOLAS PEREDES

ACCEPTANCE:

I AGREE AS RESIDENT AGENT TO ACCEPT SERVICE OF PROCESS, TO KEEP  
OFFICE OPEN DURING PRESCRIBED HOURS, TO POST MY NAME (AND ANY  
OTHER OFFICERS OF SAID CORPORATION AUTHORIZED TO ACCEPT  
SERVICE OF PROCESS AT THE ABOVE FLORIDA DESIGNATED ADDRESS) IN  
SOME CONSPICUOUS PLACE IN OFFICE AS LAW REQUIRES.

Osvaldo Martinez  
RESIDENT AGENT  
OSVALDO MARTINEZ