

# 08000005485

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Fax Number : (850) 617-6381

From: Account Name : EMPIRE CORPORATE KIT COMPANY  
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**FLORIDA PROFIT/NON PROFIT CORPORATION**  
**E-WAY MIAMI CORP.**

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January 14, 2008

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

EMPIRE CORPORATE KIT COMPANY

SUBJECT: E-WAY MIAMI CORP  
REF: W08000002120

We have received your document for E-WAY MIAMI CORP and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal street address and/or a mailing address in the document. A post office box is not acceptable for the principal address.

If you have any further questions concerning your document, please call (850) 245-6962.

Valerie Herring  
Regulatory Specialist II  
New Filing Section

FAX Aud. #: E08000007841  
Letter Number: 408A00002836

P.O BOX 6327 - Tallahassee, Florida 32314

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ARTICLES OF INCORPORATION  
OF  
E-Way Miami Corp., a Florida Corporation

ARTICLE I.  
CORPORATE NAME

The name of this Corporation shall be:

E-Way Miami Corp., a Florida Corporation

ARTICLE II.  
NATURE OF CORPORATE BUSINESS

This Corporation is organized for any legal purposes whatsoever and any business permitted under the laws of the United States and under the laws of the State of Florida.

ARTICLE III.  
CAPITAL STOCK

The maximum number of shares of stock that this company is authorized to have outstanding at any time is One Thousand (1,000) shares of One Dollar (\$1.00) per value, the consideration to be paid for each share shall be One Dollar.

ARTICLE IV.  
INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

Sofia Powell-Cosio-Esq.  
c/o Sofia Powell-Cosio, P.A.  
1900 S. W. 3<sup>rd</sup> Avenue  
Miami, Florida 33129

This Instrument Prepared By:

Sofia Powell-Cosio, Esq.  
Sofia Powell-Cosio, P.A.  
1900 S. W. rd. Avenue  
Miami, Florida 33129  
(305) 579-9988  
Florida Bar No. 867942

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**ARTICLE V.  
BOARD OF DIRECTORS**

The number of Directors may be amended from time-to-time by the By-Laws adopted by the shareholders. However, the Corporation shall have no less than One (1) Director at any time.

**ARTICLE VI.  
INITIAL DIRECTORS**

The name and post office address of the initial Directors of this Corporation is as follows:

Name	Title	Address
Fernando Christian Mirena	Director	1900 S.W. 3 <sup>RD</sup> Avenue Miami, Fl 33129
Marcelo Mirena	Director	1900 S.W. 3 <sup>RD</sup> Avenue Miami, Fl 33129
Carlos Eduardo Bernacchi	Director	1900 S.W. 3 <sup>RD</sup> Avenue Miami, Fl 33129
Damian Massimino	Director	1900 S.W. 3 <sup>RD</sup> Avenue Miami, Fl 33129

**ARTICLE VII  
INITIAL OFFICERS**

The name and post office address of the initial Officers of this corporation is as follows:

Name	Title	Address
Fernando Christian Mirena	President	1900 S.W. 3 <sup>RD</sup> Avenue Miami, Fl 33129
Marcelo Mirena	Secretary	1900 S.W. 3 <sup>RD</sup> Avenue Miami, Fl 33129
Carlos Eduardo Bernacchi	Treasurer	1900 S.W. 3 <sup>RD</sup> Avenue Miami, Fl 33129
Damian Massimino	Vice-President	1900 S.W. 3 <sup>RD</sup> Avenue Miami, Fl 33129

ARTICLE VIII.  
INCORPORATOR

The name and post office address of the Incorporator executing these Articles of Incorporation is as follows:

Name	Address
Sofia Powell-Cosio P.A.	1900 S. W. 3 <sup>rd</sup> . Avenue Miami, FL 33129

ARTICLE IX.  
PRINCIPAL OFFICE AND MAILING ADDRESS

The principal mailing address of the Corporation is as follows:

c/o Sofia Powell-Cosio  
1900 S.W. 3<sup>rd</sup>. Avenue  
Miami, FL 33129

The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE X.  
EXISTANCE OF CORPORATION

The Corporation is to exist perpetually.

ARTICLE XI.  
AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law.

ARTICLE XII.  
COMMENCEMENT DATE

Corporate existence will commence on the date of the filing of these Articles of Incorporation.

The UNDERSIGNED Incorporator, for the purpose of forming a Corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts stated are true.

By: Sofia Powell-Cosio  
Sofia Powell-Cosio, Esq.

(Notary Acknowledgment on Next Page)

ARTICLE VIII.  
INCORPORATOR

The name and post office address of the Incorporator executing these Articles of Incorporation is as follows:

Name	Address
Sofia Powell-Cosio P.A.	1900 S. W. 1 <sup>st</sup> . Avenue Miami, FL 33129

ARTICLE IX.  
PRINCIPAL OFFICE AND MAILING ADDRESS

The principal mailing address of the Corporation is as follows:

The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE X.  
EXISTANCE OF CORPORATION

The Corporation is to exist perpetually.

ARTICLE XI.  
AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law.

ARTICLE XII.  
COMMENCEMENT DATE

Corporate existence will commence on the date of the filing of these Articles of Incorporation.

The UNDERSIGNED Incorporator, for the purpose of forming a Corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts stated are true.

By: Sofia Powell-Cosio  
Sofia Powell-Cosio, Esq.


(Notary Acknowledgment on Next Page)

STATE OF FLORIDA  
COUNTY OF MIAMI-DADE

}  
} SS:  
}

BE IT ACKNOWLEDGED that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgements, Sofia Powell-Cosio personally appeared to me known to be the person described as the Incorporator in the foregoing Articles of Incorporation, and she acknowledged before me that she executed said Articles of Incorporation.

WITNESS my hand and seal in said State and County, this 12 day of January, 2008.

  
\_\_\_\_\_  
Notary Public - State of Florida



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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR  
THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE

FOLLOWING IS SUBMITTED:

FIRST - B-Way Miami Corp., a Florida Corporation DESIRING TO ORGANIZE OR  
QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA WITH IT'S PRINCIPAL PLACE OF  
BUSINESS AT CITY OF MIAMI, COUNTY OF MIAMI-DADE, STATE OF FLORIDA, HAS NAMED  
Sofia Powell-Cosio, Esq., of Sofia Powell-Cosio, P.A. - 1900 S. W. 3<sup>rd</sup>. Avenue,  
Miami, FL 33129 - MIAMI-DADE COUNTY, STATE OF FLORIDA, AS IT'S AGENT TO ACCEPT  
SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE:

Sofia Powell-Cosio  
Sofia Powell-Cosio, Esq.

ACCEPTANCE BY REGISTERED AGENT

The Undersigned hereby accepts the foregoing designation as Initial  
Registered Agent and agrees to comply with the provisions of law applicable to  
said designation.

Sofia Powell-Cosio  
Sofia Powell-Cosio, Esq.  
Sofia Powell-Cosio, P.A.  
1900 S. W. 3<sup>rd</sup>. Avenue  
Miami, Florida 33129

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