

P08000038107

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

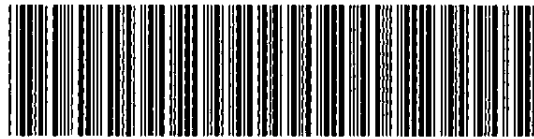
(Business Entity Name)

(Document Number)

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

Special Instructions to Filing Officer:

Office Use Only



500123198235

04/15/08--01017--007 \*\*128.75

FILED  
2008 APR 15 PM 4:27  
TALLAHASSEE, FLORIDA

T. Burch APR 15 2008.

## TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**SUBJECT:** Domestication of Connecticut Corporation: EDEN YACHT  
MAINTENANCE, INC.

Enclosed is an original and one (1) copy of the Certificate of Domestication and a check for:

**FEES:**

Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	<u>\$78.75</u>
Total to domesticate and file	\$128.75

**OPTIONAL:**

Certificate of Status	\$ 8.75
-----------------------	---------

**FROM:** Alberto N. Moris, Esquire  
Name (printed or typed)

8700 West Flagler Street #170  
Address

Miami, Florida 33174  
City, State & Zip

305-559-1600  
Daytime Telephone Number

**CERTIFICATE OF DOMESTICATION**

The undersigned, Jose Carlos Suero, President  
 (Name) (Title)

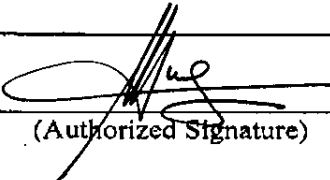
of EDEN YACHT MAINTENANCE, INC. a foreign corporation,  
 (Corporation Name)

in accordance with s. 607.1801, Florida Statutes, does hereby certify:

1. The date on which corporation was first formed was December 19, 1996.
2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was Connecticut.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was EDEN YACHT MAINTENANCE, INC..
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to s. 607.0202 and 607.0401 with this certificate is EDEN YACHT MAINTENANCE, INC..
5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the corporation, or any other equivalent jurisdiction under applicable law, immediately before the filing of the Certificate of Domestication was Connecticut.
6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s. 607.1801.

I am President, of EDEN YACHT MAINTENANCE, INC.

and am authorized to sign this Certificate of Domestication on behalf of the corporation and have done so this the 19th day of March, 2008.

  
 (Authorized Signature)

**Filing Fee:**

Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	\$78.75
Total to domesticate and file	\$128.75

2008 APR 15 PM 4: 27  
 FILED

**ARTICLES OF INCORPORATION**  
**OF**  
**EDEN YACHT MAINTENANCE, INC.**

FILED  
2000 APR 15 PM 4:27  
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, adopts the following Articles of Incorporation:

**ARTICLE I - NAME**

The name of the corporation is: EDEN YACHT MAINTENANCE, INC.

**ARTICLE II - NATURE OF BUSINESS**

The general character or nature of the business to be transacted by this corporation is: Boat maintenance.

A) To transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

**ARTICLE III - CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is Twenty Thousand One Hundred (20,000) shares of common stock, each share having the par value of One (\$.01) Cent currency of the United States of America.

Alberto N. Moris, Esquire  
8700 West Flagler Street, Suite 170  
Miami, FL. 33174

time, designate such other address and place of the principal office of this corporation as it may see fit.

#### **ARTICLE VII – DIRECTORS**

The number of directors may be increased from time to time in the manner set forth in the By-laws, but the number of directors shall never be less than one.

#### **ARTICLE VIII – INITIAL DIRECTORS**

The name and address of the first Board of Directors who shall hold office until their successors are elected or appointed and have qualified, are as follows:

JOSE CARLOS SUERO  
1133 S. University Drive  
Plantation, Florida 33324

#### **ARTICLE IX – INCORPORATION**

The name and street address of the first Officers and Directors who shall hold office until their successors are elected or appointed and have qualified, are as follows:

JOSE CARLOS SUERO, PRESIDENT  
1133 S. University Drive  
Plantation, Florida 33324

#### **ARTICLE X – INCORPORATOR**

The name and street address of the incorporator of these Articles of Incorporation is:

Alberto N. Moris, Esquire  
8700 West Flagler Street, Suite 170  
Miami, FL. 33174

Shares may be issued only for a consideration having a value, in the judgment of the Board of Directors, at least equivalent to the full par value of the stock to be issued. All shares issued shall be fully paid and non-assessable.

#### **ARTICLE IV – PRE-EMPTIVE RIGHTS**

In the event that any authorized, but un-issued stock, is to be issued, or any new class of stock shall be created, or the authorized number of shares of any class shall be increased, or any bonds, notes, debentures, or other securities, convertible into stock, are to be issued, the holders of shares of the corporation at the time such authorized, but un-issued stock, such new class of stock, or such increase is offered for subscription or such bonds, notes, debentures, or other securities convertible into stock are offered for sale, shall have the right to subscribe for the share of such authorized, but un-issued stock, the shares of such new class of stock, the shares of such increased stock, or to buy such bonds, notes, debentures, or other securities, convertible into stock, before the same is offered for public subscription or sale, in proportion to the number of shares owned respectively by each of the holders of such stock.

#### **ARTICLE V – TERM OF EXISTENCE**

This corporation shall have perpetual existence.

#### **ARTICLE VI – ADDRESS**

The initial address of the principal office of this corporation is to be 1133 S. University Drive, Plantation, Florida 33324. The Board of Directors may, from time to

## **ARTICLE XI – CONFLICT OF INTEREST**

No contract between this corporation and other corporations or another individual shall be invalidated solely by reason of the fact that one or more of the officers or directors of this corporation are officers or directors of the said other corporation, or by reason of the fact that one or more of the officers and directors of this corporation may be the other individual or individuals contracting with this corporation.

## **ARTICLE XII – AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders meeting by a majority of the stock entitled to vote thereon, unless all directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

## **ARTICLE XIII – SERVICE OF PROCESS**

All legal service shall be made upon ALBERTO N. MORIS, ESQUIRE, the Registered Agent, at 8700 W. Flagler Street, Suite 170, Miami, Florida 33174.

## **ARTICLE XIV – INDEMNIFICATION OF OFFICERS AND DIRECTORS**

Each director and officer of the corporation now or hereafter serving as such, shall be indemnified and be held harmless by the corporation against any and all claims and/or liabilities to which he has or shall become subject by reason of serving or having served

as such director or officer, or by reason of any action alleged to have been taken, omitted, or neglected by him as such director or officer; and the corporation shall reimburse each such person for all legal expenses including legal expenses on appeal matter.

The right of indemnification hereinabove provided for shall not be exclusive of any rights to which any director or officer of the corporation may otherwise be entitled by law.

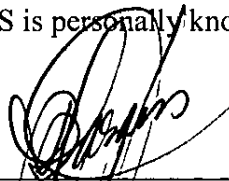
**IN WITNESS WHEREOF**, the foregoing Articles of Incorporation were executed this 19th day of March, 2008.

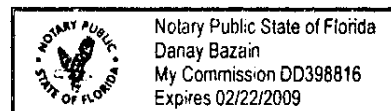
  
By: ALBERTO N. MORIS

STATE OF FLORIDA            )

COUNTY OF DADE            )

The foregoing instrument was acknowledged before me this 19th day of March, 2008, by ALBERTO N. MORIS. ALBERTO N. MORIS is personally known to me.

  
NAME: Danay Bazain  
My Commission Expires: 2/22/09





CERTIFICATE DESIGNATING PLACE OF BUSINESS OF 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: **EDEN YACHT MAINTENANCE, INC.** WITH ITS PRINCIPAL  
PLACE OF BUSINESS AT 1133 S. UNIVERSITY DRIVE, PLANTATION, FLORIDA  
33324, CITY OF PLANTATION, STATE OF FLORIDA, HAS NAMED ALBERTO N.  
MORIS, LOCATED AT 8700 WEST FLAGLER STREET, SUITE 170, MIAMI,  
FLORIDA 33174 AS ITS AGENT TO ACCEPT SERVICE OF PROCESS.

DATED: MARCH 19<sup>TH</sup>, 2008

  
ALBERTO N. MORIS, Incorporator

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 PROPERTY AND COMPLETE PERFORMANCE OF MY DUTIES.

DATED: MARCH 19<sup>TH</sup>, 2008

ALBERTO N. MORIS, Registered Agent

By: 

ALBERTO N. MORIS