

P08000055283

Florida Department of State  
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.

((H08000144918 3)))



H080001449183ABC2

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 : CORPORATE CREATIONS INTERNATIONAL INC.  
Account Number : 110432003053  
Phone : (561)694-8107  
Fax Number : (561)694-1639

DIVISION OF CORPORATIONS

08 JUN -4 PM 4:26

RECEIVED

FLORIDA PROFIT/NON PROFIT CORPORATION

JADE 45BL CORPORATION

Certificate of Status	1
Certified Copy	0
Page Count	05
Estimated Charge	\$78.75

Electronic Filing Menu

Corporate Filing Menu

Help

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
08 JUN -4 AM 11:12

JP 6/5/08

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

08 JUN -4 AM 11:12

ARTICLES OF INCORPORATION  
OF  
JADE 45BL CORPORATION

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, does hereby adopt the following articles of incorporation:

ARTICLE I  
NAME AND PRINCIPAL OFFICE

The name of this corporation shall be JADE 45BL CORPORATION, and the principal place of business and mailing address of this corporation shall be: 1000 Brickell Avenue, Suite # 215, Miami, Florida 33131.

ARTICLE II  
TERM OF CORPORATE EXISTENCE

The corporation shall exist perpetually unless dissolved according to law and such existence shall commence at the time of the filing of these Articles of Incorporation with the Florida Department of State.

ARTICLE III  
PURPOSE

This corporation may engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE IV  
CAPITALIZATION

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of Shares</u> <u>Authorized</u>	<u>Par Value</u> <u>Per Share</u>	<u>Class of</u> <u>Stock</u>
1000	\$1.00	Common

The consideration for all of the said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of the corporation.

Upon the sale for cash of any new stock of the same kind, class or series as that which he already holds, every shareholder of this corporation shall have the preemptive right to purchase his pro rata share thereof at the price which it is offered to others, whether or not in excess of par. Fractional shares need not be issued on account of this provision.

#### ARTICLE V INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation shall be at 1000 Brickell Avenue, Suite # 215, Miami, Florida 33131, with the privilege of having its offices and branch offices at other places within or without the State of Florida. The initial registered agent at that address shall be Robert M. Haber.

#### ARTICLE VI DIRECTORS

The business of the corporation shall be managed by a Board of Directors consisting of not fewer than one person, the exact number to be determined from time to time in accordance with the Bylaws.

The name and address of the directors of the Board of Directors who shall serve until the first annual meeting of shareholders or until his successor is elected and qualified shall be:

##### NAME

##### ADDRESS

Marcio Tanure

1000 Brickell Avenue, Suite # 215  
Miami, Florida 33131

#### ARTICLE VII INCORPORATOR

The name and address of the incorporator is Robert M. Haber, 1000 Brickell Avenue, Suite # 215, Miami, Florida 33131.

#### ARTICLE VIII INDEMNIFICATION

Every person now or hereafter serving as Director, officer or employee of the corporation shall be indemnified and held harmless by the corporation from and against any and all loss, cost, liability and expense that may be imposed upon or incurred by him in connection with or resulting from any claim, action, suit or proceeding, in which he may become involved, as a party or otherwise, by reason of his

being or having been a Director, officer or employee of the corporation, whether or not he continues to be such at the time such loss, cost, liability or expense shall have been imposed or incurred, except with regard to matters as to which any such Director, officer or employee shall be adjudged in any claim, action, suit or proceeding to be liable for his own gross negligence or willful misconduct in the performance of duty.

Expenses (including attorneys' fees) incurred in defending any claim action, suit or proceeding may be paid by the corporation in advance of the final disposition of such a proceeding.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 4th day of June, 2008.

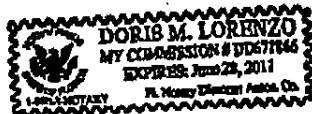
  
Robert M. Haber


STATE OF FLORIDA

COUNTY OF MIAMI-DADE

BEFORE ME, the undersigned authority, personally appeared Robert M. Haber, who is personally known to me or who has produced for identification and who is known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me according to law, that he made and subscribed the same for the purposes mentioned and set forth.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 4<sup>th</sup> day of June, 2008.



  
NOTARY PUBLIC, State of Florida  
Printed Name: DORIS M. LORENZO  
Commission No: DD671866  
My Commission Expires: 6/28/2011

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

08 JUN -4 AM 11:12

**CERTIFICATE OF DESIGNATION  
[PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED]**

In compliance with the Florida Business Corporation Act, the following is submitted:

That JADE 45BL CORPORATION, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the foregoing Articles of Incorporation, at the City of Miami, County of Miami-Dade, State of Florida, the corporation named in the said articles, has named Robert M. Haber, of 1000 Brickell Avenue, Suite # 215, Miami, Florida 33131, as its statutory registered agent to accept service of process within Florida.

**ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process for JADE 45BL CORPORATION as the statutory agent of said corporation at the place designated in this certificate, I hereby accept the same and agree to act in this capacity, and that I am familiar with and accept the obligations of Florida Statutes, Section 607.0505.

DATED: June 4, 2008

  
Robert M. Haber