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2008 JUL 22 AM 9:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

J. Shivers JUL 23 2008

COVER LETTER

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

SUBJECT: HERMOSURA INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00 Filing Fee
☒ \$78.75 Filing Fee
& Certificate of Status

☐ \$78.75 Filing Fee
& Certified Copy
☐ \$87.50 Filing Fee,
Certified Copy
& Certificate of
Status
ADDITIONAL COPY REQUIRED

FROM: Alberto N. Moris
Name (Printed or typed)

8700 West Flagler Street, Suite 170
Address

Miami, Florida 33174
City, State & Zip

(305) 559 1600
Daytime Telephone number

2008 JUL 22 AM 9:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

OF

HERMOSURA INC.

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: HERMOSURA INC.

ARTICLE II - NATURE OF BUSINESS

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

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 One Hundred (100) shares of common stock, each share having the par value of One (\$.01) Cent currency of the United States of America.

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.

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TALLAHASSEE, FLORIDA

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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 520 West Avenue, #902, Miami Beach, Florida 33139. The Board of Directors may, from time to 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:

ANDREW HARRIMAN
520 West Avenue, #902,
Miami Beach, Florida 33139

VANESSA PESSU
520 West Avenue, #902,
Miami Beach, Florida 33139

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:

ANDREW HARRIMAN
President
520 West Avenue, #902,
Miami Beach, Florida 33139

VANESSA PESSU
Vice President
520 West Avenue, #902,
Miami Beach, Florida 33139

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

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 18th day of July, 2008.

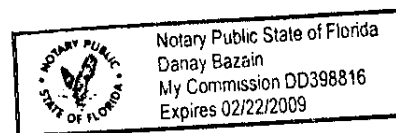

By: ALBERTO N. MORIS

STATE OF FLORIDA)

COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 18th day of July, 2008, by ALBERTO N. MORIS. ALBERTO N. MORIS is personally known to me.


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



I, Alberto N. Moris, having been named as a registered agent to accept service of process for the above stated corporation at 8700 West Flagler Street, Suite 170, Miami Florida 33174, am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Signature Registered Agent

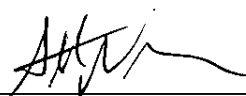
July 18, 2008

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: **HERMOSURA INC.** WITH ITS PRINCIPAL PLACE OF BUSINESS
AT 520 WEST AVENUE #902, MIAMI BEACH, 33139, 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: JULY 18TH, 2008


ALBERTO N. MORIS, Incorporator

2008 JUL 22 AM 11:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

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: JULY 18TH, 2008

ALBERTO N. MORIS, Registered Agent

By: 

ALBERTO N. MORIS