

P080000073568

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08 AUG - 1 AM 11:07

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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08 AUG - 5 AM 9:46

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

VH

108-37586

# LAZARUS

CORPORATE FILING SERVICE  
3320 SW 87<sup>TH</sup> AVENUE  
MIAMI, FL 33165  
305-552-5973

Office Use Only

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

1. ZEND GROUP INC.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

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### NEW FILINGS

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

### OTHER FILINGS

- ☐ Annual Report  
☐ Fictitious Name

### AMENDMENTS

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

### REGISTRATION/QUALIFICATION

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

Examiner's Initials



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

August 4, 2008

LAZARUS

SUBJECT: ZEN.D GROUP INC.  
Ref. Number: W08000036586

We have received your document for ZEN.D GROUP 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 of the entity must be identical throughout the document.

A corporation may not serve as its own registered agent. Please designate an individual or another active entity filed or registered with this office, having a Florida street address.

A corporation may not act as its own incorporator. Please designate an individual, another active domestic or foreign corporation, with a street address.

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) 245-6962.

Valerie Herring  
Regulatory Specialist II  
New Filing Section

Letter Number: 908A00044403

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ARTICLES OF INCORPORATION 08 AUG -5 AM 9:46

OF

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ZEN.D GROUP INC.

ARTICLE I

Name and Duration

The name of the ZEN.D GROUP INC.

The duration of the Corporation is perpetual. The effective date upon which this Corporation shall come into existence shall be the date these Articles are filed by the Secretary of State.

ARTICLE II

Principal Office

The address of the principal office of the Corporation is 3300 NE 191 ST APT 817. AVENTURA, FL 33180.

ARTICLE III

Registered Office and Agent

The address of the registered office in the State of Florida is ~~GABIER MERINO~~. The name of the registered agent at such address is 3300 NE 191 ST APT 817. AVENTURA, FL 33180.

ARTICLE IV

Corporate Purposes, Powers and Rights

1. The nature of the business is **ADVERTISEMENT & INTERIOR DESIGN** and the purposes of the Corporation are to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

2. In furtherance of its corporate purposes, the Corporation shall have all of the general and specific powers and rights granted to and conferred on a corporation by the Florida Business Corporation Act.

ARTICLE V

Capital Stock

The total number of shares of capital stock which the Corporation has the authority to issue is 1,000 shares of Common Stock ("Common Stock"), \$0.01 par value per share.

ARTICLE VI

Board of Directors

1. The initial officer(s) and /or director(s) of the corporation is/are:

Title: **PRESIDENT** Name: **CLAUDIA JULIANA ARISTIZABAL**

Address: **3300 NE 191 ST APT 817. AVENTURA, FL**

33180

Title: **VICE PRESIDENT** Name: **JABIER MERINO**

Address: **3300 NE 191 ST APT 817. AVENTURA, FL**

33180

2. If any vacancy occurs in the Board of Directors during a term, the remaining directors, by affirmative vote of a majority thereof, may elect a director to fill the vacancy until the next annual meeting of shareholders.

ARTICLE VII

Amendment

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon shareholders herein are granted subject to this reservation.

ARTICLE VIII

Bylaws

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The power to adopt, amend or repeal bylaws for the management of this Corporation shall be vested in the Board of Directors or the shareholders, but the Board of Directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the Board of Directors.

ARTICLE IX

Indemnification

The Corporation shall indemnify any incorporator, officer or director, or any former incorporator, officer or director, to the full extent permitted by law.

ARTICLE V  
INCORPORATOR

The name and street address of the incorporator of the Corporation is: name;  
JABIER MERINO address **3300 NE 191 ST APT 817. AVENTURA, FL 33180**

**IN WITNESS WHEREOF**, the undersigned, for the purpose of filing these Articles of Incorporation under the laws of the State of Florida, does make, file and record these Articles of Incorporation, and does certify that the facts herein stated are true; and I have accordingly hereunto set my hand and seal.

DATED at Miami, Miami-Dade County, Florida, and this 30 day of JULY, 2008

By: Jabier A. Merino  
**JABIER MERINO**  
**VICE PRESIDENT**

**CERTIFICATE OF ACCEPTANCE BY  
REGISTERED AGENT**

FILED

08 AUG -5 AM 9:46

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.0501 of the Florida Business Corporation Act, the undersigned submits the following statement in accepting the designation as registered agent and registered office of ~~ZENITH~~ **GROUP INC**, a Florida corporation (the "Corporation"), in the Corporation's articles of incorporation:

Having been named as registered agent and to accept service of process for the Corporation at the registered office designated in the Corporation's articles of incorporation, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 30 day of JULY, 2008.

  
JABIER MERINO  
Registered Agent