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To:  
Division of Corporations  
Fax Number : (850) 617-6381

From:  
Account Name : RODOLFO J. SUAREZ, INC.  
Account Number : I19990000270  
Phone : (305) 718-4400  
Fax Number : (305) 718-4408

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**FLORIDA PROFIT/NON PROFIT CORPORATION**

American Assets Finders, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	01
Estimated Charge	\$70.00

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ARTICLE IV  
SHARES

The number of shares of stocks which this Corporation shall have outstanding any time shall be Ten THOUSAND (10,000) shares all of which shall be of \$ 0.10 par value and each of which shall be issued fully paid and non-assessable, and shall be payable in lawful money of the United State of America, or in service or property at just valuation, to be fixed by the Directors of this Corporation at the organizational meeting, or any other meeting held for that purpose.

ARTICLE V  
INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Rodolfo J Suarez  
10200 NW 25<sup>th</sup> Street – Suite 207  
Doral, Florida 33172

ARTICLE VI  
INCORPORATORS

The name (s) and address (es) of the incorporator (s) to these Articles of Incorporation is (are):

Rodolfo J. Suarez                      10200 NW 25<sup>th</sup> Street – Suite 207  
Doral, FL 33172

Raul A. Leyte-Vidal                      10200 NW 25<sup>th</sup> Street – Suite 207  
Doral, FL 33172

Juan H. Oganvidez                      10200 W 25<sup>th</sup> Street – Suite 207  
Doral, FL 33172

ARTICLE VII  
DIRECTORS

This corporation shall have 3 (three) directors initially. The number of directors may be modified from time to time by law adopted by the stockholder(s), but never be less than Three.

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ARTICLE VIII  
INITIAL DIRECTOR

The name(s) and post office address of the first Board of Director(s) and Officer(s) of the Corporation, who shall hold office for the first year of its existence or until successor(s) are elected and qualified are as follows:

<u>Rodolfo J. Suarez</u> (Full Name)	<u>President</u> (Title)	<u>10200 NW 25<sup>th</sup> St - #207, Doral, Florida 33172</u> (Address)
<u>Raul A. Leyte-Vidal</u> (Full Name)	<u>V.P.</u> (Title)	<u>10200 NW 25<sup>th</sup> St - #207, Doral, Florida 33172</u> (Address)
<u>Juan H. Organvidez</u> (Full Name)	<u>Trea/Sec.</u> (Title)	<u>10200 NW 25<sup>th</sup> St - #207, Doral, Florida 33172</u> (Address)

ARTICLE IX

The number of shares that each one of the subscribers of this Certificate of Incorporation agrees to take and the value of the consideration paid thereof, the total aggregate amount of which is not less than the amount of capital with which the corporation will begin business is as follows:

Rodolfo J. Suarez	3,333 (Three Thousand Three Hundred Thirty Three) Shares
Raul A. Leyte-Vidal	3,333 (Three Thousand Three Hundred Thirty Three) Shares
Juan H. Organvidez	3,334 (Three Thousand Three Hundred Thirty Four) Shares

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#### ARTICLE X

The stock(s) of the corporation may be issued pursuant to the provisions of Section 1244 of the Internal Revenue Code, so that the stockholder(s) of the corporation may receive the benefits provided there under.

#### ARTICLE XI

The management and control of the business of the corporation shall be conducted under the directions of the Board of Directors by the officers, who shall be elected by the Board of Directors, to-wit: a President, one or more Vice-President, a Treasurer, and a Secretary; one or more of said officers may hold one or more offices except, that the President may not also be the Secretary or Assistant Secretary. No person holding two or more offices shall act or execute any instrument in the capacity of more than one office.

#### ARTICLE XII

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 stockholder's meeting by a majority of the stock entitled to vote thereon.

#### ARTICLE XIII

##### PRE-EMPTIVE RIGHTS

Should any Stockholder wish to dispose of his stock, it shall first be offered to any third person, and said stock shall be available for a period of ninety (90) days to such remaining Stockholder(s). In the event, that any said stock is not purchased by any or all of the remaining stockholders within ninety (90) days of the offer, said stock may then be sold by the stockholder(s) at the bona-fide offer of the third person.

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In furtherance and not in limitation of the powers conferred by Statutes, the Board of Directors is expressly authorized:

- (a) To adopt and amend the by-laws of this Corporation provided the amendments thereto are not inconsistent with the by-laws adopted by the stockholders.
- (b) To authorize and cause to be executed mortgages and liens upon the real and personal property of this Corporation.
- (c) To set apart out of any funds of the corporation available for dividends a reserve or reserves in the manner in which it was created.
- (d) When and as authorized by the affirmative vote of stockholders of record holding stocks in the Corporation entitling them to exercise at least a majority of the voting power given at stockholder's meeting duly called for that purpose, or when authorized by the written consent of stockholder of record holding stock in the corporation entitling them to exercise at least a majority of the voting power, to sell, lease, or exchange all of this property and assets, including its good will and its corporate franchises, or any property of assets essential to the business of the corporation, upon the terms and conditions as its Board of Directors deem expedient and for the best interest of the Corporation.

IN WITNESS WHEREOF, the incorporator(s) has(have) hereunto set  
respective hand and seal this 19th day of January, 2009:

**Raul A. Leyte Vidal**

Juan H. Organvidez

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CERTIFICATE OF DESIGNATION  
REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provision of section 607.0501, Florida Statutes, the Undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

The name of the corporation is: American Assets Finders, Inc.

1. The name and address of the registered agent and office is:

Rodolfo J Suarez  
10200 NW 25<sup>th</sup> Street - Suite 207  
Doral, FL 32172

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT PLACE DESIGNATED IN THIS CERTIFICATE. I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

Signature:

Date: January 19, 2009

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