

B. McKnight MAR 02 2009

COVER LETTER

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

SUBJECT: AMSTAR WARRANTY CORPORATION

(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: RICHARD BETTELLI

Name (Printed or typed)

2215 N.W 36TH STREET

Address

MIAMI, FLORIDA 33142

City, State & Zip

305-638-2010

Daytime Telephone number

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

ARTICLES OF INCORPORATION
OF
AMSTAR WARRANTY CORPORATION

* * *

ARTICLE 1
Name

The name of the corporation is Amstar Warranty Corporation.

ARTICLE 2
Principal Office

The address of the principal office of this Corporation is 2215 N.W. 36th Street,
Miami, Florida 33142

ARTICLE 3
Purpose

The purpose or purposes of the Corporation shall be to engage in any lawful act or activity for which Business Corporation may be organized.

ARTICLE 4
Capital Stock

The total amount of capital stock which this Corporation shall have the authority to issue shall be 50,000,000 shares of Common Stock of the par value of \$.001 per share and 6,000,000 shares of Preferred Stock of the par value of \$.001 per share.

The Preferred Stock may be issued from time to time in series. All Preferred Stock shall be of equal rank and identical, except in respect to the particulars that may be fixed by the Board of Directors. The Board of Directors is authorized to fix, in the manner and to the full extent provided and permitted by law, all provisions of the shares of each series of Preferred Stock including those matters set forth below.

1. The distinctive designation of all series and the number of shares that shall constitute those series
2. The annual rate of dividends payable on the shares of all series and the time, conditions and manner of payment.
3. The redemption price or prices, if any, for the shares of each, any and all series.

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TALLAHASSEE, FLORIDA

4. The amount payable upon shares of each series in the event of voluntary or involuntary liquidation and the relative priority of each series in the event of liquidation.
5. The rights, if any, of the holders of shares of each series to convert those shares into Common Stock and the terms and conditions of that conversion.
6. The voting rights, if any, of the holders of shares of each series.

ARTICLE 5
Initial Officers and Directors

Evaldo Dupuy, Director, 110 Merrick Way, Suite 2A Coral Gables, Florida 33134

Ricardo Faerman, Director, 4000 Ponce De Leon Blvd, Suite 470, Coral Gables, Fl. 33146

Richard Bettelli, President, 2215 N.W. 36th Street, Miami, Florida 33142

ARTICLE 6
Right to Amend or Repeal Articles

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

ARTICLE 7
Indemnification of Directors, Officers and
Other Authorized Representative

Section 1. Indemnification in Accordance with Bylaws. The Corporation shall indemnify its officers, directors, employees and agents against liabilities, damages, settlements and expenses (including attorney's fees) incurred in connection with the Corporation's affairs, and shall advance such expenses to any such officers, directors, employees and agents, to the full extent permitted by law, and as more particularly set forth in the Corporation's Bylaws. Such indemnification provisions of the Corporation's Bylaws may be enacted and modified from time to time by resolution of the Corporation's Board of Directors.

Section 2. Effect of Modification: Any repeal or modification of any provision of this Article 5 by the shareholders of the Corporation shall not adversely affect any right to protection of a director, officer, employee or agent of the Corporation existing at the time of such repeal or modification.

Section 3. Liability Insurance. The Corporation shall have the power to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Corporation or is or was serving at the request of the Corporation as a director, officer, employee or agent to another corporation, partnership, joint venture, trust or other enterprise, against any liability asserted against him and incurred by him in any such capacity or arising out of his status as such, whether against him and incurred by him in any such capacity arising out of his status as such, whether not the Corporation would have the power to indemnify him against liability under the provision of Article 5.

Section 4. No Rights of Subrogation: Indemnification hereunder and under the Bylaws shall be a personal right and the Corporation shall have no liability under this Article 5 to any insurer or any person, corporation, partnership, association, trust or other entity (other than the heirs, executors or administrators of such person) by reason of subrogation, assignment or succession by any other means to the claim of any person to indemnification hereunder or under the Corporation's Bylaws.

ARTICLE 8

Severability

In the event any provision (including any provision within a single article, section, paragraph or sentence) of these Articles should be determined by a court of competent jurisdiction to be invalid, prohibited or unenforceable for any reason, the remaining provisions and parts hereof shall not be in any way impaired and shall remain in full force and effect and enforceable to the fullest extent permitted by law.

ARTICLE 9

Registered Office, Registered Agent

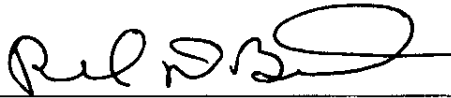
The address of the initial registered office of this Corporation is 2215 N.W. 36th Street, Miami Florida and the name of the initial registered agent of this Corporation at that address is Richard Bettelli. The undersigned is familiar with and accepts the duties and obligations as registered agent for this Corporation.

ARTICLE 10

Incorporator

The name and address of the person signing these Articles is Richard Bettelli, 2215 N.W. 36th Street, Miami, Florida 33142

In WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 24th Day of February, 2009



Richard Bettelli

Incorporator and Registered Agent

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