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# FLORIDA PROFIT/NON PROFIT CORPORATION

## landmark international, p.a.

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March 17, 2009

FLORIDA DEPARTMENT OF STATE
Division of Corporations

EMPIRE

SUBJECT: LANDMARK INTERNATIONAL, P.A.

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We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with an affidavit or letter stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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Becky McKnight Regulatory Specialist II New Filing Section FAX Aud. #: H09000061091 Letter Number: 909A00009039

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### **ARTICLES OF INCORPORATION**

OF

## LANDMARK INTERNATIONAL ASSOCIATES, P.A.

SECRETARY OF STATE FALLARY SSEE FOR THE

ARTICLE I - NAME

The name of the corporation shall be: LANDMARK INTERNATIONAL ASSOCIATES, P.A.

#### ARTICLE II - DURATION

This corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida. Corporate existence shall commence at the time of filing of the Articles by the Department of State, State of Florida.

#### ARTICLE III - PURPOSE

The purpose of this corporation is to engage in the operation of real estate closings and notary services as permitted under the laws of the State of Florida and the United States of America.

#### ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue One Thousand (1,000) shares of One Dollar (\$1.00) par value common stock which shall be designated "COMMON SHARES."

#### ARTICLE V -- PREEMPTIVE RIGHTS

Every stockholder, upon the sale for cash of any stock of this corporation of the same kind, class or service, as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

## ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT AND PRINCIPAL OFFICE

The street address of the principal office is 730 N.W. 107th Avenue, Suite 120, Miami, FL 33172; the mailing address of the principal office is 730 N.W. 107th Avenue, Suite 120, Miami, FL 33172; and the street address of the initial registered agent of this corporation is 114 B Ponce De Leon Blvd., Coral Gables, FL 33135. The name of the registered agent is Giorgio L. Ramirez, Esq.

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#### ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may either increase or diminish from time to time by the by-laws but shall never be less then one. The name and address of the initial directors of this corporation are:

P/D Andres J. Cardenal 730 N.W. 107th Avenue, Suite 120 Miami, FL 33172

#### ARTICLE VIII - INCORPORATOR

The name and address of the person signing these articles is:

Giorgio L. Ramirez, Esquire 114B Ponce De Leon Blvd. Coral Gables, FL 33135

#### ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

#### ARTICLE X - CALLING OF SPECIAL MEETINGS

Special meetings of shareholders may be called by the Board of Directors or the holders of not less then one tenth of all the shares entitled to vote at the meeting.

### ARTICLE XI - SHAREHOLDER VOTING AND QUORUM

The majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders. If a quorum is present, the affirmative vote of the majority of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

## ARTICLE XII - APPROVAL OF SHAREHOLDERS REQURIED FOR MERGER

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

#### ARTICLE XIII - INDEMNIFICATION

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

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#### ARTICLE XIV - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

Incorporation this 3 day of Arch , 2009.

STATE OF FLORIDA

COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledge before me this 13 day of an oath.

FRANCISCO J. CRITEGA WHO COMMISSION # ED STROME PROPERTY MANUAL IT. 2010 Borded The J. Manual Public Licentumber.

Notary Public

I, the undersigned, having been named as Initial Registered Agent of the Corporation in the foregoing Articles of Incorporation hereby accept said office and will serve in said capacity.

Giorgio L. Ramirez

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