

FROM : LAZARUS  
Division of Corporations

AX: 35220440

Oct. 22 2009 05:17PM P1

P09000081093

Florida Department of State  
Division of Corporations  
Public Access System

Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet.** Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H09000226454 3)))



H090002264543ABC%

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page.** Doing so will generate another cover sheet.

To:

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

From:

Account Name : LAZARUS CORPORATE FILING SERVICE, INC.  
Account Number : I20000000019  
Phone : (305) 552-5973  
Fax Number : (305) 220-1440

FLORIDA PROFIT/NON PROFIT CORPORATION

DE ARMAS ENTERPRISES, INC

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

FILED  
2009 OCT 23 PM 12:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
09 OCT 23 AM 8:58  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

Electronic Filing Menu

Corporate Filing Menu

Help

J. Shivers OCT 26 2009

**H09000226454**

**ARTICLES OF INCORPORATION**

**OF**

**DE ARMAS ENTERPRISES, INC**

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a Corporation for profit under Chapter 607 of The Florida Statutes.

**ARTICLE 1-NAME**

The name of the Corporation is DE ARMAS ENTERPRISES, INC hereinafter, 'Corporation')

**ARTICLE 2- PURPOSE OF CORPORATION**

The Corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.

**ARTICLE 3- PRINCIPAL OFFICE**

The address of the principal office of this Corporation is:  
7955 SW 26<sup>TH</sup> ST  
MIAMI, FL 33155

and the mailing address is the same.

**ARTICLE 4-INCORPORATOR**

The name and street address of the incorporator of this Corporation is:  
ARISTIDES DE ARMAS JR  
7955 SW 26<sup>TH</sup> ST  
MIAMI, FL 33155

**ARTICLE 5-OFFICERS**

The officers of the Corporation shall be:

President: ARISTIDES DE ARMAS JR

Secretary: ARISTIDES DE ARMAS JR

Treasurer:

Whose addresses shall be the same as the principal office of the Corporation.

**FILED**  
2009 OCT 23 PM 12:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**H09000226454**

**H09000226454**

**ARTICLE 6- DIRECTOR(S)**

The Director(s) of the Corporation shall be:

ARISTIDES DE ARMAS JR.

Whose addresses shall be the same as the principal office of the Corporation.

**ARTICLE 7-CORPORATE CAPITALIZATION**

7.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is **ONE HUNDRED (100.00)** shares of common stock, each share having the par value of **ONE DOLLAR (\$1.00)**.

7.2 All holders of share of common stock shall be identical with each other in every respect and the holders of common shares shall be entitled to have unlimited voting rights on all shares and be entitled to one vote for each share on all matters on which shareholders have the right to vote.

7.3 All holders of shares of common stock, upon the dissolution of the Corporation, shall be entitled to receive the net assets of the Corporation.

7.4 No holders of shares of common stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the board of Director(s) may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Director(s) may deem advisable in connection with such issuance.

7.5 The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

7.6 The Board of Director(s) of the Corporation may, by Restated Articles of incorporation, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

**H09000226454**

**H09000226454****ARTICLE 8-SHAREHOLDER' RESTRICTIVE AGREEMENT**

All of the shares of stock of the Corporation may be subject to a shareholders Restrictive Agreement containing numerous restrictions on the right of shareholders of the Corporation and transferability of the share of stock of the Corporation. A copy of the Shareholders' Restrictive Agreement, if any, is on file at the principal office of the Corporation.

**ARTICLE 9- POWERS OF CORPORATION**

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

**ARTICLE 10-TERM OF EXISTENCE**

The Corporation shall have perpetual existence.

**ARTICLE 11- REGISTERED OWNER (S)**

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purpose, and except as may be agreed in writing by the Corporation, The Corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

**ARTICLE 12- REGISTERED OFFICE AND REGISTERED AGENT**

The initial address of registered office of this Corporation is  
7955 SW 26<sup>TH</sup> ST  
MIAMI, FL 33155

The name and address of the registered agent of this Corporation is  
ARISTIDES DE ARMAS JR.  
7955 SW 26<sup>TH</sup> ST  
MIAMI, FL 33155

**ARTICLE 13- BYLAWS**

The Board of Director(s) of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Director(s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

**H09000226454**

**H09000226454****ARTICLE 14- EFFECTIVE DATE**

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State of Florida.


**ARTICLE 15- AMENDMENT**

The Corporation reserves the right to amend, alters, change or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, or to add any provision to these Article of Incorporation, or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all right conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Article of Incorporation under the laws of the State of Florida.  
This

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLE OF INCORPORATION**

ARISTIDES DE ARMAS JR., having business office identical with the registered office of the Corporation name above, and having been designated as the registered Agent in the above and foregoing Article of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under the applicable provisions of the Florida Statutes.

By: **H09000226454**

2009 OCT 23 PM 12:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED