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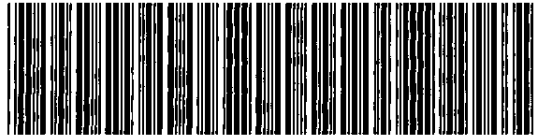
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

11-23-09
400

IGNACIO E. ARANGO, P.A.

ATTORNEY AT LAW

201 ALHAMBRA CIRCLE, SUITE 500
CORAL GABLES, FLORIDA 33134
TELEPHONE (305) 774-9333
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November 18, 2009

BY FEDERAL EXPRESS

Tracking No: 7930 2821 9827

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

RE: Mary Holt & Co., Inc.

Dear Sir/Madam:

Enclosed for filing is an original of the Articles of Incorporation of the captioned Corporation, together with the designation of and acceptance by the Registered Agent. In addition, enclosed is our firm's check payable to the Department of State of Florida in the amount of \$78.75, to pay the following fees and costs:

Filing Fee	\$ 35.00
Registered Agent Fee	35.00
Certificate of Status	<u>8.75</u>
Total	\$ 78.75

At the earliest convenience, please provide us with a Certificate of Status. Should you have any questions regarding this matter, please do not hesitate to call the undersigned attorney.

Very truly yours.

IGNACIO E. ARANGO, P.A.


IGNACIO E. ARANGO, ESQUIRE
IEA/me
Enclosures

ARTICLES OF INCORPORATION
OF
MARY HOLT & CO., INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby executes, acknowledges, adopts and files with the Florida Department of State the following Articles of Incorporation (the "Articles") for the purpose of organizing a corporation under Florida Business Corporation Act (the "Act").

ARTICLE I - Name

The name of the corporation is **MARY HOLT & CO., INC.**

ARTICLE II - Principal Office

The initial principal street address and mailing address of the Corporation shall be:

201 Alhambra Circle, Suite 500
Coral Gables, Florida 33134

ARTICLE III - Term of Existence

The Corporation shall commence its corporate existence as of execution and acknowledgment of these Articles, and shall have perpetual existence, unless sooner dissolved.

ARTICLE IV - Purpose

The Corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

Article V - Authorized Shares

The Corporation is authorized to issue one hundred (100) shares of common stock having a par value of \$1.00 each, entitled to one (1) vote each. All of such stock shall be payable in cash, property, real or personal, or labor or services in lieu of cash, at a just valuation to be fixed by the board of directors of the Corporation.

ARTICLE VI - Preemptive Rights

Each shareholder of the Corporation shall have the first right to purchase shares (and securities convertible into shares) of stock in the Corporation that may, from time to time, be issued (whether or not presently authorized) in the ratio that the number of shares it, he or she holds at time of issue bears to the total number of shares outstanding. This right shall be subject to and governed by a written agreement to be entered into by the shareholders of the Corporation after the date these Articles are filed.

ARTICLE VII - Board of Directors & Officers

All corporate powers shall be exercised under the authority of, and the business and affairs of the Corporation shall be managed at the direction of, its board of directors.

Any and all the powers and duties conferred to or imposed upon the board of directors, by resolution of the shareholders, adopted at a duly noticed meeting, may be exercised or performed to such extent and by such person or persons as shall be provided by the board of directors.

The Corporation shall have at least one (1) initial director. The number of directors may thereafter be increased or decreased from time to time in accordance with the bylaws of the

Corporation. The names and addresses of the initial officers and directors of the Corporation are:

<u>Name:</u>	<u>Title</u>	<u>Address:</u>
Mary Holt	President, Secretary Treasurer & Director	1951 S.W. 179 th Avenue Miramar, Florida 33029

ARTICLE VIII - Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors.

The bylaws may be adopted, altered, amended or repealed at any time by a vote of the majority of the board of directors.

ARTICLE IX - Amendment of Articles

These Articles may be amended at any time by a vote of the majority of the voting stock of the Corporation outstanding, at any regular meeting of the shareholders or at any special meeting of the shareholders called for that purpose.

ARTICLE X - Incorporator

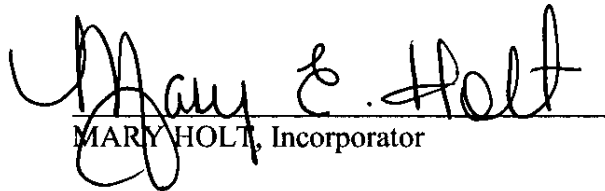
The name and address of the Incorporator is:

<u>Name:</u>	<u>Address:</u>
Mary Holt	1951 S.W. 179 th Avenue Miramar, Florida 33029

ARTICLE XI - Initial Registered Office and Agent

The street address of the initial registered office of the Corporation is 1951 S.W. 179th Avenue, Miramar, Florida 33029, and the name of the initial registered agent of the Corporation at that address is Mary Holt, who accepts her designation as the registered agent of the Corporation for the service of process thereto.

IN WITNESS WHEREOF, the undersigned, hereby executes and files these Articles of Incorporation in the City of Coral Gables, State of Florida, on the 13 day of November, 2009.

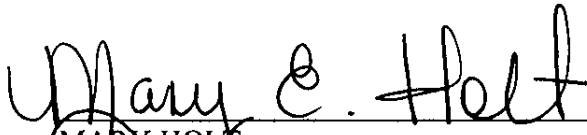

MARY HOLT, Incorporator

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE**

Pursuant to the provisions of §607.0505, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating its registered agent and the registered office in the State of Florida:

1. The name of the Corporation is: **MARY HOLT & CO., INC.**
2. The name and address of the registered agent and office is:

Mary Holt
1951 S.W. 179th Avenue
Miramar, Florida 33029



MARY HOLT
Incorporator

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ACCEPTANCE:

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF §607.0505, FLORIDA STATUTES.


MARY HOLT

Date of execution: November 13, 2009.