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# FLORIDA PROFIT/NON PROFIT CORPORATION elrondaguel miami, inc.

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This Instrument Prepared by: Patricia O. Espinosa, Esq. 2263 SW 37 Avenue Miami, Florida 33145 Tel. 305-448-5252 Pla. Bar No. 834265

## ARTICLES OF INCORPORATION

OF

## ELRONDAGUEL MIAMI, INC.

The undersigned subscribers, for the purposes of forming a corporation under the laws of the State of Florida, adopt the following Articles of Incorporation:

#### ARTICLE I

#### NAME OF CORPORATION

The name of the corporation is: ELRONDAGUEL MIAMI, INC.

# ARTICLE II

#### NATURE OF BUSINESS

This Corporation is organized for the purposes of engaging in transacting any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act, as amended.

The business of the corporation is from time to time to do any one or more of all of the acts and things set out above, and it shall have the right to conduct its business in all its branches, in or outside the State of Florida, or in any other state, territory or dependency of the United States, or in foreign countries.

# ARTICLE III

CAPITAL STOCK

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The maximum shares of stock that this Corporation is authorized to have outstanding at any time is FIFTY (50) shares of common stock having a par value of ONE (\$1.00) Dollar per share.

#### ARTICLE IV

## INITIAL CAPITAL

The amount of capital with which this Corporation will begin business is not less than FIFTY AND 00/100 (\$50.00) Dollars.

#### ARTICLE V

#### TERM OF EXISTENCE

This Corporation is to exist perpetually.

## ARTICLE VI

## INITIAL REGISTERED AGENT & OFFICE

The Registered Agent of this Corporation is Patricia O. Espinosa, Esq., and the initial registered office is 2263 SW 37 Avenue, Miami, Florida 33145.

# ARTICLE VII

# PRINCIPAL PLACE OF BUSINESS

The principal office of the corporation is located at 2263 SW 37 Avenue, Miami, Florida 33145. The Management may from time to time move the principal office to any other address in Florida.

## ARTICLE VIII

# **BOARD OF DIRECTORS**

This Corporation shall have a minimum of one director. This corporation shall have initially ONE (1) director. The number of Directors may be increased or reduced

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from time to time, by the bylaws adopted by the stockholders. The name and address of the initial Board of Directors, consisting of ONE (1) member are:

MIGUEL GALINDO c/o Patricia O. Espinosa, P.A. 2263 SW 37 Avenue Miami, Florida 33145 DIRECTOR

# ARTICLE VIII

#### **OFFICERS**

The names and post office addresses of the initial officers who shall hold office until their successors are elected or appointed or have qualified are:

MIGUEL GALINDO c/o Patricia O. Espinosa, P.A. 2263 SW 37 Avenue Miami, Florida 33145 PRESIDENT, VICE PRESIDENT, SECRETARY, TREASURER

## ARTICLE IX

# **SUBSCRIBERS**

The names and addresses of the subscribers and incorporators and the number of shares which they agree to take are:

ELRONDAGUEL S.L.
C.I.F. B38480885
Calle la Botavara #7
Oficina 1
Residencial el Galeon
38670 Adeje Tenerife
Spain
c/o Patricia O. Espinosa, Esq.
2263 SW 37 Avenue
Miami, Florida 33145

50 SHARES (100%)

IN WITNESS WHEREOF, we have hereunto set our hands and seal this 11 day

of January, 2010.

MIGUEL GALINDO

STATE OF PLORIDA )
COUNTY OF MIAMI-DADE )

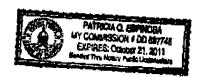
I HEREBY CERTIFY that on this \_\_\_\_\_ day of January, 2010, before me, a Notary Public, authorized in the State and County named above to take acknowledgments, personally appeared MIGUEL GALINDO to me well known to be the person described as Incorporator, in and who executed the foregoing Articles of Incorporation, acknowledged before me that he subscribed to these Articles of Incorporation, and the facts therein are truly set forth.

WITNESS my hand and official seal at Miami, Miami-Dade County, Florida, the year and day aforesaid.

NOTARY PUBLIC

STATE OF FLORIDA AT LARGE

My Commission expires:





# CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, the following is submitted:

FIRST: That ELRONDAGUEL MIAMI, INC. desiring to organize or qualify under the laws of the State of Florida with its principal place of business being 2263 SW 37 Avenue, Miami, Florida 33145, has named Patricia O. Espinosa, Esq. of 2263 SW 37 Avenue, Miami, Florida 33145, as its agent to accept service of process within Florida.

MIGUEL GALINDO

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

PATRICIA O. ESPINOS.

Registered Agent

Dated: 1/11 /10

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