

Division of Corporations
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.

(((H10000050939 3)))



H100000509393ABC.

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;

Account Number: I20000000019

: (305)552-5973

Fax Number

: (305)220-1440

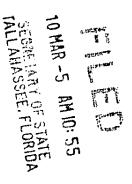
Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Rmail Address:

FLORIDA PROFIT/NON PROFIT CORPORATION GRUPO 1818, CORP.

al 3/8/10

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$78.75



Electronic Filing Menu

Corporate Filing Menu

Help

PAGE STATE OF THE STATE OF THE



H10000050939

ARTICLES OF INCORPORATION OF Grupo 1818, Corp.

The undersigned incorporator for the purpose of forming a company under the Florida Business Corporation Act hereby adopts the following Articles of Incorporation:

Article I - Name

The name of this corporation shall be:

Grupo 1818, Corp.

Article II - Principal Office

The principal place of business and mailing address of this company shall be:

11251 N.W. 20th Street, Suite 119, Miami FL 33172

Article III - Shares

The number of shares of stock that this company is authorized to have outstanding at any one time is:

1000 shares of \$1.00 per value common stock

where one shares controls one vote for the party that controls the share and its equivalent to the total stock of the company.

Article IV - Initial Registered Agent and Street Address

The name and Florida Street address of the initial registered agent is:

José Luis Cortesi

11251 N.W. 20th Street, Suite 119, Miami FL 33172

H10000050939



H10000050939

LAZARUS

Article V - Incorporator

The name and address of the incorporator to these Articles of Incorporation is:

SADY DAVID GUTIERREZ

12051 N.W. 20th Street, Suite 119, Miami FL 33172

Article VI - Duration

This company shall have perpetual existence commencing on the date of the filling of these Articles with the Department of State.

Article VII - Nature of Business

This company may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

Article VIII - Pre-Emptive Rights

Every shareholder upon the sale for cash of any new stock of this company shall have the right to purchase his prorate share hereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

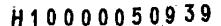
Article IX - Initial Board of Directors

The Directors to form the Board of Directors voted by shareholders are the following:

President / Director: SADY DAVID GUTIERREZ

Secretary / Director: GLORIA VENESA PICO

3052201440



To form quorum or majority to vote a corporate resolution, at least TWO (02) Directors must be present at any shareholders meeting.

Article X - Amendment

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

Article XI - Limitations on Corporate Stock

- 1. No shareholder can enter into a voting trust agreement or any other type of agreement vesting another person with the authority to exercise the voting power of any or all of his stock.
- If any officer, shareholder, agent or employee of this company who has been 2. rendering professional services to the public becomes legally disqualified to render such services within the State of Florida, or is elected to a public office or accepts employment that, pursuant to existing law, places restrictions or limitations upon his continued rendering of such professional services, he shall sever all employment with, and financial interest in the company.
- 3. No shareholder of the company may sell or transfer his stock in this company, except to the shareholders of this company who will have the right of first refusal in purchasing the stock offered.



Article Xil - Indemnification

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

Article XIII - Dissolution

The company may be dissolved at any time on the affirmative vote of the holders of at least two thirds (2/3) of the outstanding shares of the company antitled to vote thereon. On dissolution the company property and assets shall, after payment of all debts of the company, be distributed to the shareholders pro-rate, each shareholder to participate in the distribution in direct proportion to the number of shares held by him.

Sady David Gyrtjerrez

11251 N.W. 20" Street, Suite 119

Doral, FL 33172

Document Prepared by: Saily David Gutterrez 14261 N.W. 20th Street, Suite 119 Tilami, Ft. 30172

H10000050939



H10000050939



Certificate of Designation Registered Agent/ Registered Office

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation shall be:

Grupo 1818, Corp.

2. The name and address of the registered agent and initial registered office address for the corporation is:

José Luis Cortesi

11251 N.W. 20th Street, Suite 119, Miami FL 33172

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

José Luis Cortesi Registered Agent

March 3, 2010

H10000050939