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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

10 JUL 29 PM 12:51

APPROVED  
AND  
FILED

Ps 8/2/10

## COVER LETTER

Department of State  
New Filing Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

**SUBJECT:** DAINA USA INC.

**(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)**

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00  
Filing Fee

☒ \$78.75  
Filing Fee  
& Certificate of Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

**ADDITIONAL COPY REQUIRED**

**FROM:** MERCEDES LOPEZ CISNEROS, ESQ.

Name (Printed or typed)

8700 West Flagler St. Suite 390

Address

Miami, FL 33174

City, State & Zip

(305) 480-1234

Daytime Telephone number

E-mail address: (to be used for future annual report notification)

**NOTE: Please provide the original and one copy of the articles.**

APPROVED  
AND  
FILED

10 JUL 29 PM 12:51

**ARTICLES OF INCORPORATION  
OF**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**DAINA USA INC.**

We, the undersigned, hereby associate our-self together for the purpose of becoming a corporation under the laws of the State of Florida, providing for the formation, liability, rights, privileges, and immunities of a corporation for profit.

**ARTICLE I  
NAME**

The name of the corporation shall be: **DAINA USA INC.**

**ARTICLE II  
NATURE OF BUSINESS**

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

That the present main business of the corporation is as follows: Any and all business activities permitted in the State of Florida.

**ARTICLE III  
CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is one hundred (100) shares of common stock, no par value.

**ARTICLE IV  
INITIAL CAPITAL**

The amount of capital with which this corporation shall begin business will not be less than FIVE HUNDRED (\$500.00) DOLLARS.

**ARTICLE V  
TERM OF EXISTENCE**

This corporation is to have perpetual existence.

## ARTICLE VI ADDRESS

The initial street address in this State of the principal office of the corporation shall be:

8233 NW 66 Street, Miami, Florida 33166

The Board of Directors may from time to time move the principal office to any other address in Florida.

## ARTICLE VII DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time in such manner as may be prescribed by the By-Laws, but shall never be less than one (1).

The corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a director or officer of the corporation, and any person who serves at the request of the corporation, as a director or officer of any other corporation, from any against any and all claims and liabilities to which such person shall become subject by reason of this having heretofore or hereafter being a director or officer of the corporation, or by reason of any action alleged to have been heretofore or hereafter taken or omitted by him as such director or officer, and shall reimburse each such person of all legal and other expenses reasonably incurred by him in connection with any liability provided that no person shall be indemnified against, or be reimbursed for, any expenses incurred in connection with any claim or liability as to which it shall be adjudged that such officer or director is liable for negligence or willful misconduct in the performance of his duties.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which may be lawfully entitled, nor shall anything herein contained restrict the right of the corporation to indemnify, reimburse such person in any proper case even though not specifically herein provided for.

Nor contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be effected or invalidated by the fact that any of the directors or the corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors may be a member, may be party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the corporation, provided that the fact that he or such firm so interested shall be disclosed or shall have been known to the Board of Directors or such members thereof as shall be present at any meeting of the Board at which action upon any such contract or transaction shall be taken; and any director of the corporation who is also a director or officer of such other corporation or if so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with the like force and effect as if he were not such director or officer of such other corporation or not so interested.

**ARTICLE VIII  
INITIAL DIRECTORS**

The name and addresses of the first Board of Directors and of the officers, who subject to the provisions of these Articles of Incorporation, By-Laws of this corporation, and the corporation laws of the State of Florida, shall hold office the first year of the corporation's existence, or until their successors are elected and have qualified are as follows:

NAME	TITLE
Carmen Victoria Carmona de Cappuccio	PRESIDENT

**ARTICLE IX  
INCORPORATORS**

The names and addresses of each incorporator of these Articles of Incorporation are as follows:

NAME	ADDRESS
Carmen Victoria Carmona de Cappuccio	10800 NW 88 Terrace, Apt 202, Doral FL 33178

**ARTICLE X  
OFFICERS**

The officer of this corporation shall be a president, and such other officers, agents, and factors as may be deemed necessary. All officers, agents and factors shall be chosen in such manner, hold their offices for such terms, and have such powers and duties as may be prescribed by the By-laws or determined by the Board of Directors.


**ARTICLE XI  
AMENDMENTS**

This corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred on stockholders herein granted subject to this reservation.

**ARTICLE XII  
REGISTERED AGENT AND REGISTERED ADDRESS**

Carmen Victoria Carmona de Cappuccio	8233 NW 66 Street, Miami, Florida 33166
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IN WITNESS WHEREOF, the undersigned, as subscribing incorporators, have hereunto set our hands and seals this 23 day of July, 2010, for the purpose of forming this corporation under the laws of the State of Florida, and hereby make and file, in the office of the secretary of the State of Florida, these Articles of Incorporation and certify that the facts herein stated are true.

  
\_\_\_\_\_  
Carmen Victoria Carmona de Cappuccio (SEAL)

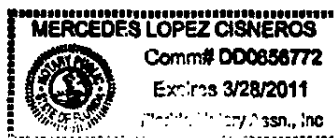
STATE OF FLORIDA )

COUNTY OF MIAMI-DADE )

BEFORE ME, personally appeared, Carmen Victoria Carmona de Cappuccio, known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledges before me that she executed the same freely and voluntarily for the purposes herein stated.

WITNESS my hand and official seal at Miami-Dade County, Florida, this 23 day of July 2010.

  
Notary Public State of Florida  
My Commission Expires:



10 JUL 29 PM 12:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVED  
AND  
FILED

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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST THAT: **DAINA USA INC.**

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH  
ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF MIAMI, STATE OF FLORIDA, HAS NAMED:

Carmen Victoria Carmona de Cappuccio, (Registered Agent)


LOCATED AT: 8233 NW 66 Street, Miami, Florida 33166

COUNTY OF MIAMI-DADE, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT  
SERVICE OF PROCESS WITHIN THIS STATE:

  
\_\_\_\_\_  
Carmen Victoria Carmona de Cappuccio,, Registered Agent

Dated: July 23, 2010

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.

  
\_\_\_\_\_  
Carmen Victoria Carmona de Cappuccio, Registered Agent

This document was prepared by:  
Mercedes Lopez Cisneros, Esq.  
8700 West Flagler St. Suite 390  
Miami, FL 33174

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

10 JUL 29 PM 12:52

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