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FLORIDA DEPARTMENT OF STATE Division of Corporations

September 10, 2010

HUGO ARCE MORENO 7584 TRENT DR TAMARAC, FL 33321

SUBJECT: HUARMO INTERNATIONAL, INC. Ref. Number: W10000042724

We have received your document for HUARMO INTERNATIONAL, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain a registered agent with a Florida street address and a <u>signed</u> statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6928.

Tim Burch Regulatory Specialist II New Filing Section

Letter Number: 410A00021612

www.sunbiz.org

#### ARTICLES OF INCORPORATION OF

#### HUARMO INTERNATIONAL, INC.

The undersigned subscriber(s) of these Articles of Incorporation natural person(s) of the age eighteen (18) years or more, competent to contract, acting as the incorporator(s) of the corporation set out above and desiring to form a corporation under the laws of the State of Florida, do hereby adopt the following Articles of Incorporation for such Corporation:

#### ARTICLE I

The name of the corporation is HUARMO INTERNATIONAL, INC.

#### ARTICLE II

The period of the corporation's duration is perpetual, beginning on the date of incorporation.

#### **ARTICLE III**

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The purpose for which the corporation is organized is the transaction of any or all lawful business and activity, permitted under the law of the United States and the State of Florida.

#### **ARTICLE IV**

The aggregated number of shares which the corporations shall have authority to issue is 1,000 shares common stock without par value.

# **ARTICLE V**

The corporation will no commence business until it has received for the issuance of its shares consideration of the value of not less than One Thousand Dollars (\$1,000.00), consisting of money, labor done, or property actually received.

### **ARTICLE VI**

The street address of the corporation's initial principal office is 7584 Trent Dr. Tamarac, Florida 33321 and the name of its initial Registered Agent is Hugo Arce Moreno

# **ARTICLE VII**

The business of this corporation shall be conducted by a Board of Directors, which shall consist of not less than one or more than three (3) as shall from time to time be designated in the by-laws of this corporation, and a majority thereof shall constitute a quorum for the transaction of all business.

#### ARTICLE VIII

This corporation shall have, in addition to a president and secretary-treasurer such additional officers as may be created from time to time and under the authorization of its laws.

#### ARTICLE IX

The shareholders of this corporation shall have the preemptive right to acquire any issues of shares or securities of this corporation from shareholders.

#### ARTICLE X

- A. Subject to the corporation's remaining a close corporation as defined under Florida Law, the corporation is organized as a close corporation.
- B. Subject to the corporation's remaining a close corporation, no shares of any class and no securities evidencing the right to acquire shares of the corporation shall be issued by means of any public offering, solicitation, or advertisement.
- C. If the corporation loses its status as a close corporation a special meeting of the shareholders shall be called in the manner provided by Florida Law for the election of directors, The number of directors to be elected shall be fixed by the bylaws of the corporation, and until changed in the manner provided in the bylaws, shall be not more than three (3).
- D. The holders of at least two-thirds of the corporation's outstanding shares or securities evidencing a right to acquire shares, whether entitled to vote by the articles of incorporation or not, may by affirmative vote elect to terminate the corporation's status as a close corporation.

#### ARTICLE XI

A. The initial number of Directors is one (1) and the name and address of the Director is as follows:

Hugo Arce Moreno, President 7584 Trent Dr. Tamarac, FL 33321 Hugo Arce Zapata, Secretary and Treasurer 7584 Trent Dr. Tamarac, Fl 33321

B. The corporation may enter into contracts or transact business with one or more of its directors or officers, or with any corporation, firm or association in which any of its directors or officers are stockholders, directors, officers, members, employees or otherwise interested; and no such contract or other transaction shall be avoid or voidable or otherwise affected by reason of such directorship or office in the corporation or such interest in such other firm, corporation or association, notwithstanding that the vote of such director or directors shall have been necessary to authorize, approve, ratify, or otherwise obligate the corporation upon such contract or transaction, provided that the fact of such interest shall be disclosed or otherwise known to the Board of Directors, or a majority thereof at the meeting of the Board of Directors

which acts upon or in reference to such contract or transaction; nor shall any director or officer be liable to account to the corporation for any profits realized by or from or through any such transaction or contract of the corporation by reason of such directorship, office or interest, except as otherwise provided in the bylaws of the corporation.

#### ARTICLE XII

The power to alter, amend or repeal the bylaws of the corporation is vested in the shareholders.

#### ARTICLE XIII

The Sale, Lease, Exchange or other disposition of all, or substantially all, the property and assets of the corporation, when made in the usual and regular course of the business of the corporation, may be made upon such terms and conditions and for such considerations, which may consist in whole or in part of money or property, real or personal, including shares of any other corporation, domestic or foreign, as shall be authorized by its shareholders, provided the authorization and consent of two-thirds of all shareholders shall have been obtained.

#### **ARTICLE XIV**

The Board of Directors shall not authorize any pledge, mortgage, deed of trust or trust indenture without the authorization and consent of two-thirds of the shareholders.

#### ARTICLE XV

The name and address of the Incorporator of the Articles of Incorporation is:

Hugo Arce Moreno, President 7584 Trent Dr. Tamarac, FL33321

Incorporator :

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Hugo Arce Moreno

# HUARMO INTERNATIONAL, INC

# NUMBER W 10000042724

I hereby accept the appointment as REGISTERED AGENT and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I familiar with and accept the obligation of my position as REGISTERED AGENT.

hann how

Date 09 14 2010

Name:

HUGO ARCE MORENO

Address: 7584 Trent Dr.

Tamarac, Fl.33321

Telephone : 954 - 682 1068 (Daytime)

E-mail Address: huarmo@comcast.net

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