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| Certified Copies            | Certificates    | of Status                             |
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| Special Instructions to Fil | ina Officer:    | · · ·                                 |
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0EFASSIMENT OF STATE ON OF CORPORATIONS
TALLAHASSEE, FLORIDA



J. Stilvers OCT 08 2010

# LAZARUS

# CORPORATE FILING SERVICE

3320 SW 87<sup>TH</sup> AVENUE

MIAMI, FL 33165 (305) 552-5973

|                                      | Office Use Only                                   |
|--------------------------------------|---|
| CORPORATION NAME(S) & DOCU           | UMENT NUMBER(S), (if known):                      |
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| 2. (Corporation Name)                | (Document #)                                      |
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| (Corporation Name)                   | (Document #)                                      |
| Walk in Pick up time                 | 2.00 Certified Copy                               |
| Mail out Will wait                   | Photocopy Certificate of Status                   |
|                                      |   |
| NEW FILINGS                          | <u>AMENDMENTS</u>                                 |
| Profit                               | Amendment   |
| ☐ Not for Profit ☐ Limited Liability | Resignation of R.A., Officer/Director             |
| Domestication                        | Change of Registered Agent Dissolution/Withdrawal |
| Other -                              | ☐ Merger  |
| OTHER FILINGS                        | REGISTRATION/QUALIFICATION                        |
| Annual Report                        | ☐ Foreign   |
| Fictitious Name                      | Limited Partnership                               |
|                                      | Reinstatement                                     |
|                                      | Trademark Other                                   |
|                                      |   |
| CD2D421(7492)                        | Examiner's Initials                               |

## **CERTIFICATION OF INCORPORATION**

#### **ARTICLE ONE**

#### **NAME**

The name of this corporation shall be:

#### ORANGE HOUSE, CORP.

#### ARTICLE TWO

This corporation may engage in any activity of business Permitted under the laws of the United States of America And the laws of the State of Florida.

#### **ARTICLE THREE**

## **TERM OF EXISTENCE**

This corporation shall have perpetual existence,
Unless sooner dissolved in accordance with the laws of the
State of Florida. The date on which corporation existence
Shall begin the date of incorporation.

#### ARTICLE FOUR

#### MINIMUM CAPITAL

The amount of capital with which the corporation shall begin Business shall not be less than Five Hundred Dollars (\$500.00) Or such grater amount as may be required by law.

## **ARTICLE FIVE**

## **CAPITAL STOCK**

This corporation is authorized to issue shares of stocks as follows.

- A. Designation: The stock of this corporation shall be known as Common Stock.
- B. Authorized: The maximum number of shares of common stock that this Corporation may issue is: One Hundred (100) shares, having a par Value of (\$5.00) Five Dollars per share.
- C: Consideration: Shares of Common Stock may be issue in exchange per cash, Real property, labor or services rendered, or any combination of the foregoing. In the absence of fraud in the transaction, the judgment of the Board of Directors as to the value of any such consideration shall be conclusive.

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- D. Voting Rights: Each share of common stocks shall entitle the record Holden thereof to one vote upon each proposal presented at meetings of the stockholders of the corporation.
- E. Liquidation Rights: Holders of Common stocks are entitle, in the event of the liquidation or dissolution of this corporation, to receive their pro-rata share of any assets of this corporation remaining after payment of all corporate debts and obligations.

#### **ARTICLE SIX**

#### **NUMBER OF DIRECTORS**

This corporation shall at all times have at least, one Director. The stockholders of this corporation may, from time to time, increase or diminish the size of the Board of Directors of this corporation, provided that the corporation shall at all time have a minimum of one Director.

#### **ARTICLE SEVEN**

#### **AMENDMENT**

This certificate of incorporation may be amended in any manner in any manner consistent With the laws of the State of Florida.

#### **ARTICLE EIGHT**

#### SPECIAL VOTING PROVISIONS

The occurrences enumerated in this Article shall not be authorized, nor shall they have Any force or effect, unless assented in writing by the holders of the required percentage Of this corporation's stock entitled to vote at the time of the proposal of any such occurrence. For each such occurrence, the required percentage shall be as follows:

1. Amendment of this Certificate of Incorporation:

Required percentage 51%

 Sale, lease or exchange of all of this corporation's property and Assests, or of any property or assets of this corporation essential To the business of this corporation;

Required percentage 51%

3. Merger or consolidation of this corporation into or with any other Corporation:

Required percentage 51%
4. Voluntary dissolution of this corporation:

Required percentage 51%

# **ARTICLE NINE**

#### STOCKHOLDERS AND DIRECTORS

The names and addresses of the stockholders and directors are as follows:

| NAME                | ADDRESS            | OFFICE    | SHARES |
|---------------------|--------------------|-----------|--------|
| FELIDIO C. MARTINEZ | 1105 W. 69 PLACE   | PRESIDENT | 100    |
|                     | HIALEAH, FL. 33014 | SECRETARY |        |
|                     |                    | TREASURER |        |
|                     |                    | DIRECTOR  |        |

### **ARTICLE TEN**

#### **REGISTERED AGENT**

The registered agent and the registered office of this corporation shall be:

FELIDIO C. MARTINEZ 1105 W. 69 PLACE HIALEAH, FL. 33014

# SUBSCRIBER, INITIAL DIRECTOR AND INITIAL PRINCIPAL OFFICE

The undersigned individual, a United State resident competent to contract, execute this Certificate of Incorporation as it's subscribes and directors. The undersigned Individual shall hold office as a director until his successors have qualified, Following their election or appointment. The street address of such individual Shall be the initial street address in Florida of the principal office of this corporation.

SUBSCRIBER/DIRECTOR: FELIDIO C. MARTINEZ

STREET ADDRESS/ PRINCIPAL OFFICE: 1105 W. 69 PLACE HIALEAH, FL. 33014

In witness whereof, the undersigned subscriber does make, acknowledge and File this certificate for the purpose of forming a corporation for profit under The laws of the State of Florida.

DATE:

STATE OF FLORIDA COUNTY OF MIAMI-DADE

> Before me the undersigned authority, personally appeared to me, well known and Known to me to be the individual described in, and who executed the foregoing Certificate of Incorporation and who acknowledged before me that the same was Executed for the purposes their in expressed.

In witness whereof, I have hereunto affixed my hand and official seal at Miami-Dade County, Florida.

Date. 10-4-10

Notary Public State of Florida

My commission expires.

NOTARY PUBLIC-STATE OF FLORIDA Marta Feria

ommission # EE009292 Expires: JULY 18, 2014 BONDED THRU ATLANTIC BONDING CO., INC.

# CERTIFICATE DESIGNATING OF BUSINESS OF DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, ANEMING AGENT UPON

#### WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48-091, Florida Statutes, the following is submitted in compliance with said Act:

That <u>ORANGE HOUSE, CORP</u> desiring to organized under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at the City of Hialeah, County Miami-Dade State of Florida, has named:

FELIDIO C. MARTINEZ as its agent to accept service of process within this State

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate. I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

Paristared Agent

SECRETARY OF STATE TALLAHASSE OF STATE