

Florida Department of State
Division of Corporations
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Division of Corporations
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AND
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FLORIDA PROFIT/NON PROFIT CORPORATION
MINT IN MIAMI, INC.

Certificate of Status	0
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TALLAHASSEE, FLORIDA

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Corporate Filing Menu

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**ARTICLES OF INCORPORATION
OF
MINT IN MIAMI, INC.**

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE ONE

NAME

The name of this corporation is: MINT IN MIAMI, INC.

ARTICLE TWO

NATURE OF BUSINESS

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

ARTICLE THREE

DURATION

This corporation shall have perpetual existence unless sooner dissolved in accordance with the laws of the State of Florida. The date on which corporate existence shall begin is: Upon filing with the Secretary of State of the State of Florida.

ARTICLE FOUR

CAPITAL STOCK

This corporation is authorized to issue shares of stock as follows: SIXTY SHARES, commons stock.

A. Designation. The stock of this corporation shall be known as Common Stock.

Prepared by:
and to be returned to:
IGNACIO SIRENIO, ESQ.
International Finance Bank Bldg.
3663 SW 8th Street, Suite 206
Miami, Florida 33135
Phone (305) 448-9863
Fax (305) 448-2342
Via. Box 107926

B. Authorized. The maximum number of shares of Common Stock that this corporation may issue is : Sixty (60)

C. Non-Par Value. Each share of Common Stock shall be

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56 non-par value.

57
58 D. Consideration. Shares of Common Stock may be
59 issued in exchange for cash or other property, real, personal,
60 tangible or intangible, or in labor or services rendered, or any
61 combination of the foregoing. In the absence of fraud in the
62 transaction, the judgment of the Board of Directors as to the
63 value of any such consideration shall be conclusive.

64
65 E. Non-assessability. Each share of Common Stock
66 shall be issued in exchange for consideration which is at least
67 equal to the par value thereof, and shall be fully paid and non-
68 assessable.

69
70 F. Voting rights. Each share of Common Stock shall
71 entitle the record holder thereof to one vote upon each proposal
72 presented at meetings of the stockholders of the corporation.

73
74 G. Dividends. Record holder of Common Stock are
75 entitled to receive their pro-rate share of any dividends that
76 may be declared by the Board of Directors out of assets legally
77 available for such purpose.

78
79 H. Liquidation rights. Holders of Common Stock are
80 entitled, in the event of the liquidation or dissolution of this
81 corporation, to receive their pro rata share of any assets of
82 this corporation remaining after payment of all corporate debts
83 and obligations.

84 85 **ARTICLE FIVE**

86 87 **PRINCIPAL PLACE OF BUSINESS AND INITIAL REGISTERED OFFICE**

88
89 The Street Address of the Principal Place of Business and
90 Initial Registered office of this corporation is:

91
92 1878 Coral Way, Miami, Fla. 33145
93
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98 99 **ARTICLE SIX**

100 **INITIAL BOARD OF DIRECTORS** 101 **AND OFFICERS**

102
103 This corporation shall have initially one (1) Director.
104 The number of Directors may be either increased or decreased from
105 time to time by the By-Laws but shall never be less than one.
106 The name(s) and address(es) of the initial Director(s) of this

corporation is (are):

Name

Address

CARLOS CORTES
Director

C/O: Daniel Siberio, 1878 Coral Way,
Miami, Fl 33145

ARTICLE SEVEN

BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested either in the Board of Directors or the stockholders, but the Board of Directors may not amend or repeal any By-Law adopted by stockholders if the stockholders specifically provide such By-Law not subject to amendment or repeal by the Directors.

ARTICLE EIGHT

PRE-EMPTIVE RIGHTS and RIGHT OF FIRST REFUSAL

Every stockholder, upon the sale for cash of any issued or new stock of this corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE NINE

STOCKHOLDER QUORUM AND VOTING

Majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of stockholders.

If a quorum is present, the affirmative vote of majority of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the stockholders.

ARTICLE TEN

157 APPROVAL OF STOCKHOLDERS REQUIRED
158 FOR MERGER
159

160 The approval of the stockholders of this corporation to any
161 plan of merger shall be required in every case, whether or not
162 such approval is required by law.
163

164 ARTICLE ELEVEN
165

166 DIRECTOR QUORUM AND VOTING
167

168 The Majority of the Directors shall constitute a quorum for
169 a meeting of Directors.
170

171 If a quorum is present, the affirmative vote of the majority
172 of the Directors present, or, if a Director or Directors have
173 abstained from voting because of an interest in the matter to be
174 voted upon, the affirmative vote of majority of the remaining
175 Directors present and voting, shall be the act of the Board of
176 Directors.
177

178 ARTICLE TWELVE
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180 INDEMNIFICATION
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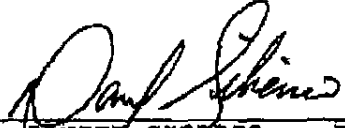
182 The corporation shall indemnify any officer or director, or
183 any former officer or director, to the full extent permitted by
184 law.
185

186
187 IN WITNESS WHEREOF, the undersigned Subscriber has executed
188 these Articles of Incorporation this October 11, 2010.
189

190 ARTICLE THIRTEEN
191

192 The name and address, and interest, of the persons or
193 entities with right to subscribe shares of stock of this
194 corporation are:
195

196
197
198 CARLOS CORTES and ADELAIDA POSADA 60 shares
199
200
201

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203 
204 _____
205 DANIEL SIERO as Per
206 Power of Attorney for
207 CARLOS CORTES

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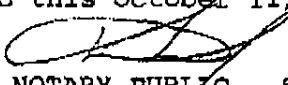
Subscriber
Address: 1878 Coral Way,
Miami, Fl 33145

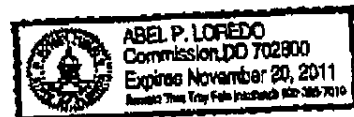
STATE OF FLORIDA
COUNTY OF MIAMI-DADE

Before me personally appeared DANIEL SIBERIO on behalf of
CARLOS CORTES as per Power of Attorney, personally known to me or
who identified with Florida Driver's License, who under oath
acknowledged to have executed the foregoing instrument, and avers
that the statements made are true and correct.

SWORN TO and SUBSCRIBED before me by the above identified
person(s).

SUBSCRIBED this October 11, 2010.


NOTARY PUBLIC. State of Florida



CERTIFICATE DESIGNATING RESIDENT AND REGISTERED
OFFICE AND RESIDENT AND REGISTERED AGENT AND ACCEPTANCE OF
RESIDENT AND REGISTERED AGENT

In pursuance of Chapter 607.034, Florida General Corporation
Act, the following information is submitted:

First: That MINT IN MIAMI, INC., a Florida corporation,
desiring to organize under the laws of the State of Florida, with
its principal office, as indicated in the Articles of
Incorporation at the City of Miami, County of Miami-Dade, State
of Florida, has named DANIEL SIBERIO Resident and Registered
Agent, and designated as Registered Office of the corporation:
MINT IN MIAMI, INC.

Second: That said Resident and Registered Agent, having
been named to accept service of process for the above stated
Corporation, at the place designated as the Resident and
Registered Office in this Certificate, hereby accepts to act in
this capacity and agrees to comply with the provision of said Act
relative to keeping one said office.

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BY:


DANIEL SIBERIO
Resident and Registered Agent

SWORN TO AND SUBSCRIBED ~~DATE~~ October 11th 2010
this 11th day of October at FL





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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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