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.

(((H11000014681 3)))



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

RECEIVED JAN 1 9 2011

From:

Account Name : SANCHEZ-MEDINA & ASSOCIATES, P.A.

Account Number : I20030000135 : (305)448-4344

Pax Number : (305)448-7887

\*\*Enter the email address for this business entity to be used for future

aminat A	eborc	marrings.	PILCET	Only	Offer	GINGTT	\$00TC \$8	Ďτ±69 <i>e</i>	,
Rmail Add	lress:								

# FLORIDA PROFIT/NON PROFIT CORPORATION

Pasos, Inc.

Certificate of Status	. 0
Certified Copy	0
Page Count	04
Estimated Charge	\$70.00

Electronic Filing Menu

Corporate Filing Menu

1/18/2011

SMGQLAW

PAGE 01/05

850-617-6381

1/19/2011 1:08:56 PM PAGE 1/001 Fax Server



January 19, 2011

FLORIDA DEPARTMENT OF STATE

SANCHEZ-MEDINA & ASSOCIATES, P.A. Division of Corporations

SUBJECT: PASOS, INC. REF: W11000003387

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The document number of the name conflict is F18563.

If you have any further questions concerning your document, please call (850) 245-6901.

Pamela Smith Regulatory Specialist II New Filing Section FAX Aud. #: H11000014681 Letter Number: 511A00001568

FIGED

11 JAN 19 AM 10: 08

# STORETARY OF STATE.

# ARTICLES OF INCORPORATION PASOS CANTON INC.

The undersigned Incorporator, hereby forms a corporation under the laws of the State of Florida.

#### ARTICLE I. NAME

The name of the corporation is PASOS CANTON, INC.

# ARTICLE IL PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the corporation's principal office and the corporation's mailing address are c/o 4035 S.W. 14th Street, Miami, Florida 33134.

### ARTICLE III. DURATION AND COMMENCEMENT

#### OF CORPORATE EXISTENCE

The corporation shall exist perpetually. The corporate existence shall commence upon the filing of these Articles of Incorporation with the Department of State.

### ARTICLE IV. NATURE OF BUSINESS

This corporation is organized for the purpose of transacting any and all lawful business.

#### ARTICLE V. CAPITAL STOCK

The corporation is authorized to have outstanding one class of stock, to be designated as Common Stock. The maximum number of shares of Common Stock which the corporation is authorized to have outstanding is 1,000 shares of Common Stock of a par value of \$.01 per share. Holders of Common Stock are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting. Holders of Common Stock shall have pre-emptive rights to subscribe to the corporation's securities and are entitled to receive the net assets of the corporation upon dissolution.

FILED

11 JAN 19 AH 10: 08

#### **ARTICLE VI. OFFICERS AND DIRECTORS**

The names of the initial officers of the Board of Directors of the Corporation ate: ADSER ADDED TO

Lillian Urbiera

President & Secretary

Ingrid Dow

Vice President & Treasurer

#### ARTICLE VII. INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent of this corporation is Roland Sanchez-Medina, Jr. The street address of the corporation's initial registered office is Sanchez-Medina, Gonzalez, Quesada, Lage, Crespo, Gomez & Machado LLP, The Colonnade – Suite 302, 2333 Ponce de Leon Blvd., Coral Gables, Florida 33134.

# ARTICLE VIII. INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is Roland Sanchez-Medina Jr., Sanchez-Medina, Gonzalez, Quesada, Lage, Crespo, Gomez & Machado LLP, The Colonnade – Suite 302, 2333 Ponce de Leon Blvd., Coral Gables, Florida 33134.

#### ARTICLE IX. BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

#### ARTICLE X. INDEMNIFICATION

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

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 18th day of January, 2011.

Roland Sanchez-Medina Jr.

3054487887

FILED

# CERTIFICATE OF REGISTERED AGENTOF

1 JAN 19 AM 10:08

## PASOS CANTON INC.

- SEORETAIN OF STATE TALLAHASSEE, YLÜMBA

Pursuant to Section 607.0501 of the Florida Business Corporations Act, the following is submitted in compliance with said Act:

That PASOS CANTON INC., desiring to organize under the laws of the State of Florida with its principal office at, County of Miami-Dade, State of Florida, has named Roland Sanchez-Medina, Jr., as its agent to accept service of process within this State.

# Acknowledgment

Having been named to accept service of process for the above corporation, at the place designated in this Certificate, the undersigned hereby agrees to act in this capacity and agrees to comply with the provision of said Act relative to keeping open said office.

Dated this 18th day of January, 2011.

Roland Sanchez-Medina Jr.

F:\Admin\ AOI forPasos,Inc.