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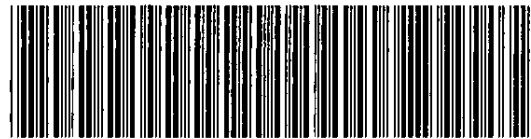
(Business Entity Name)

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11 APR 25 PM 2:32  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

EFFECTIVE DATE 5/1/11

MRD  
4/26

# TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

**SUBJECT:** DEQUIN USA CHEMICAL + CLEANING SUPPLIES CO. INC.  
Name of Corporation

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

Check for <input type="checkbox"/> \$70.00	<input type="checkbox"/> \$78.75	<input checked="" type="checkbox"/> \$87.50
Filing Fee	Filing Fee	Filing Fee
	& Certificate of Status	Certified Copy
		Certificate of Status

**FROM:** Bonnie L. Richardson & Associate  
Name

13800 S. Magnolia Avenue  
Address

Ocala, Florida 34473  
City, State & Zip Code

(352) 875-6728  
Daytime Telephone Number

**FILED**

**ARTICLES OF INCORPORATION**

11 APR 25 PM 12:32

OF

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**DEQUIN USA CHEMICAL & CLEANING SUPPLIES CO. INC.**

EFFECTIVE DATE 5/1/11

The undersigned subscribers to these Articles of Incorporation, being natural persons competent to contract, hereby form a corporation under the law of the State of Florida.

**ARTICLE 1 - NAME**

The name of the Corporation shall be:

DEQUIN USA CHEMICAL & CLEANING SUPPLIES CO. INC

**ARTICLE 2 - PRINCIPAL OFFICE**

The principal office and place of business of this Corporation shall be:

13831 SW 31<sup>ST</sup> COURT  
OCALA, FLORIDA 34473

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

**ARTICLE 3 - PURPOSE**

The Corporation shall engage in any activity or business for profit permitted under the laws of the United States and the State of Florida.

**ARTICLE 4 - INCORPORATOR**

The name and address of the incorporator of this Corporation is:

Narciso O. Diaz  
13831 SW 31<sup>st</sup> Court  
Ocala, Florida 34473

## **ARTICLE 5 - OFFICERS**

The offices of the Corporation shall be:

Julio Diaz - President  
Narciso O. Diaz - Vice President  
Dunia Lizzet Martinez - Secretary  
Jessy Alejandra Diaz - Treasurer

Whose address shall be the same as the principal office of the Corporation

## **ARTICLE 6 - DIRECTORS**

The Director (s) of the Corporation shall be:

Julio Diaz  
Narciso O. Diaz  
Jessy Alejandra Diaz  
Dunia Lizzet Martinez

Whose address shall be the same as the principal office of the Corporation.

## **ARTICLE 7 - CORPORATION CAPITALIZATION**

7-1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is **ONE HUNDRED** (100) each having the par value of **ONE DOLLAR** (\$1.00).

7-2 No holder of shares of stock on any class have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Director (s) may, in authorizing the issuance of shares of any class, confer any preemptive right that the Board of Director (s) may deem advisable in connection with such issuance.

7-3 The Board of Director (s) of the Corporation may authorize the issuance from time to time of shares of any class, whether now or hereafter authorized, or securities convertible into shares of its stock or any class, whether now or hereafter authorized, for such consideration as the Board of Director (s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

7-4 The Board of Directors (s) of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term of conditions of redemption of the stock.

### **ARTICLE 8 - SUB-CHAPTER S CORPORATION**

The Corporation may elect to be an S Corporation, as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended.

8-1 The shareholders of this Corporation may elect, if elected, shall continue such election to be an S Corporation as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended, unless the shareholders of the Corporation unanimously agree otherwise in writing.

8-2 After this Corporation has elected to be an S Corporation, none of the shareholders of this Corporation, without the written consent of all shareholders of this Corporation shall take any action, or make any transfer or other disposition of the shareholders' shares of stock in the Corporation, which will result in the termination or revocation of such election to be an S Corporation, as provided in Sub Chapter S of the Internal Revenue Code of 1986, as amended.

8-3 once the Corporation has elected to be an S Corporation, each share of stock issued by this Corporation shall contain the following legend:

“The shares of stock represented by this certificate cannot be transferred if such transfer would void the election of the Corporation to be taxed under Sub-Chapter S of the Internal Revenue Code of 1986, as amended.”

### **ARTICLE 9 - SHAREHOLDERS' RESTRICTIVE AGREEMENT**

All of the shares of stock of this Corporation may be subject to a Shareholders' Restrictive Agreement containing numerous restriction on the rights of shareholders of the Corporation and transferability of the shares of

stock of the Corporation. A copy of the Shareholders' Restrictive Agreement, is any, will on file at the principal office of the Corporation.

#### **ARTICLE 10 - POWER OF CORPORATION**

The Corporation shall have the same power as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

#### **ARTICLE 11 - TERM OF EXISTENCE**

This Corporation shall have perpetual existence.

#### **ARTICLE 12 - REGISTERED OWNER(S)**

The Corporation, to the extend permitted y law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

#### **ARTICLE 13 - REGISTERED OFFICE AND REGISTERED AGENT**

The initial address of registered office of this Corporation is 13831 SW 31<sup>st</sup> Court, Ocala, Florida 34473. The name and address of the registered agent of this Corporation in Narciso O. Diaz, 13831 SW 31<sup>st</sup> Court, Ocala, Florida 34473.

#### **ARTICLE 14 - BYLAWS**

The Board of Director (s) of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Directors at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the bylaws.

FILED

11 APR 25 PM 12:32

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLE 15 - EFFECTIVE DATE**

These Articles of Incorporation, with the approval of the Secretary of the State of Florida, shall be May 01, 2011.

**ARTICLE 16 - AMENDMENT**

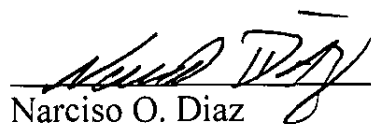
The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or any amendments hereto, or to add any provisions to these Articles of Incorporation or any amendments hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendments hereto are granted subject to this reservation.

**IN WITNESS WHEREOF**, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida.

This April 22, 2011.

  
Narciso O. Diaz, Incorporator

I, Narciso O. Diaz named as Registered Agent in the above foregoing Articles of Incorporation. Am familiar with and accept the obligations of the position of Registered Agent under the applicable provisions of the Florida Statutes.

  
Narciso O. Diaz

Date: 4/22/11