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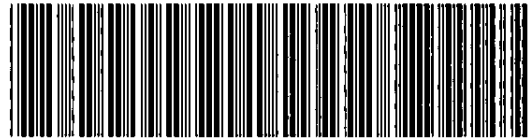
(Business Entity Name)

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2011 MAY 20 PM 4: 51

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch MAY 23 2011

LAW OFFICES
GRUBER & GRUBER

PROFESSIONAL ASSOCIATION
10205 S. DIXIE HIGHWAY
SUITE 202
MIAMI, FLORIDA 33156
gruberlawfirm@gmail.com

ALLEN H. GRUBER, ESQ.
MATTHEW A. GRUBER, ESQ.

TELEPHONE (305) 665-8888
FACSIMILE (305) 665-3939

May 16, 2011

Via U.S. Mail Only

Department of State
Division of Corporations
New Corporate Filings
P. O. Box 6327
Tallahassee, FL 32314

Re: **PEPE BILLETE, INC.**

Dear Sirs:

Enclosed please find the *Articles of Incorporation* for **PEPE BILLETE, INC.** as well as Check No.: 11553 for \$ 87.50, which corresponds to the Filing Fee, Designation of Registered Agent, Certified Copy and Certificate of Status.

Once filed and recorded, please forward all documents to our law office. If you should have any questions, please contact our office at your earliest convenience.

Thank you for your assistance.

Very truly yours,



Alexander Bedoya
Legal Assistant

Enclosures

**ARTICLES OF INCORPORATION
OF
PEPE BILLETE, INC.**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2011 MAY 20 PM 4: 51

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Pursuant to Section 607 of the Corporation Laws of the State of Florida:

The undersigned, for the purpose of forming a corporation pursuant to Florida Law, Section 607, hereby certifies as follows:

1. The name of the corporation shall be: **PEPE BILLETE, INC.**

The purpose of the Corporation shall be:

- a. To provide : Entertainment, licensing and sales of products.
- b. To do everything necessary, proper or advisable for the accomplishment of any of the foregoing, provided the same not be inconsistent with the Laws of Florida.

2. The aggregate number of authorized shares of stock the Corporation may issue is 50 shares of no par value stock.

3. The principal office of the Corporation shall be located at:
3301 NE 5 Avenue, #604, Miami, Florida 33137.

4. The amount of capital with which the Corporation shall begin business will be:
\$500.00.

5. **MATTHEW A. GRUBER** is hereby designated the Resident Agent of the Corporation upon whom process may be served. The address to which the Secretary of

Page 2

State shall mail a copy of any notice required by law is: 10205 SOUTH DIXIE
HIGHWAY, SUITE 202, MIAMI, FLORIDA, 33156.

6. There shall be 2 director(s) of the Corporation, who, unless otherwise provided by the By-Laws, shall hold office for the first year's existence of the Corporation or until their successors are elected or appointed and have qualified.

7. The names and addresses of the Directors of the Corporation are:

ERIC MARTINEZ 3301 NE 5 Avenue, #604, Miami, Florida 33137.

8. The names and addresses of the subscribers of these Articles of Incorporation are:

a. **ERIC MARTINEZ** 3301 NE 5 Avenue, #604, Miami, Florida 33137.

9. The names and addresses of the officers of the Corporation who shall hold office for the first year or until their successors are chosen are:

ERIC MARTINEZ 3301 NE 5 Avenue, #604, Miami, Florida 33137.

10. The address of the Registered Office of the Corporation shall be:

10205 SOUTH DIXIE HIGHWAY, SUITE 202, MIAMI, FLORIDA, 33156.

11. The Registered Agent of the Corporation shall be: **MATTHEW A. GRUBER**.

12. The By-Laws of the Corporation may be created, altered or amended by the Directors of the Corporation in the following manner:

a. At any regular meeting, any Director may propose an addition or amendment to the By-Laws and such proposal shall thereafter be considered by the Directors. A majority of the shareholders shall ultimately decide on any alterations, amendments or deletions.

b. Notice of any such alteration of the By-Laws shall be given not more than ten (10) days after said vote and each Director shall be given a copy, as well as the Office of the Secretary of State.

13. Amendments to the Articles of Incorporation:

a. May be proposed by any Director of the Corporation.

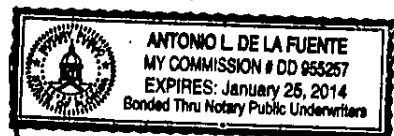
b. Amendments shall be offered in writing to each Director ten (10) days prior to any scheduled meeting. Majority vote of the shareholders shall determine the passage of an amendment.

c. Each shareholder shall be awarded one vote for each share of common stock owned at the time of any meeting called for the purpose of voting on an amendment.

d. Amendments to the Articles of Incorporation which are subsequently adopted shall be duly noted in the Minute Book and a certified copy thereof shall be forwarded to the Secretary of State.

IN WITNESS WHEREOF, the subscriber(s) hereto set hand(s) and seal(s) this 13 day of


MAY, 20 11



NOTARY PUBLIC
by _____ who is personally known
to me or who has produced _____
day of _____ 20 _____
Subscribed and sworn to before me on this
day of _____ 20 _____
by _____ who is personally known
to me or who has produced _____
NOTARY PUBLIC

ERIC MARTINEZ, PRESIDENT

STATE OF FLORIDA))SS
COUNTY OF DADE)

 **ANTONIO L. DE LA FUENTE**
MY COMMISSION # DD 955257
EXPIRES: January 25, 2014
Bonded Thru Notary Public Underwriters

Subscribed and sworn to before me on this 12 day of July 2011
by [Signature] who is personally known
to me or who has produced [Signature]
NOTARY PUBLIC

Signature: _____

ERIC MARTÍNEZ, President

Date:

5/13/2011

Page 5

Having been named to accept service of process for the above stated Corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Signature: _____


MATTHEW A. GRUBER
Resident Agent

Date: 5/13/2011

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA