

P12000044007

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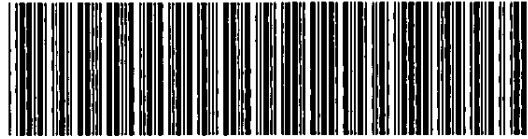
(Business Entity Name)

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DIVISION OF CORPORATIONS  
12 MAY 10 PM 4:47

2544-  
W12000021272  
4200

of 5/10/12

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**COVER LETTER**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

**SUBJECT:** Ref. Number W12000021272, Letter Number: 912A00011997

Enclosed are copy of the Letter and original and one (1) copy of the articles of incorporation:

**M & L INVESTMENTS USA CORP.**

**FROM:**

Name: NESTOR CARDENAS

Address: 18555 SW. 216<sup>th</sup> ST

City, State & Zip: MIAMI, FLORIDA 33170

Daytime Telephone number 305 971 1422

E-mail address: cibotcorp@hotmail.com

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DIVISION OF CORPORATIONS  
12 MAY 10 PM 4:47

May. 10. 2012 11:44AM

No. 8868 P. 1

**FAX**

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

Attn.  
Mrs., Golden  
Fax #: 850 245 6804

**SUBJECT:** Ref. Number W12000021272, Letter Number: 912A00011997

**M & L INVESTMENTS USA CORP.**

**FROM:**

Name: NESTOR CARDENAS

E-mail address: cibotcorp@hotmail.com

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DIVISION OF CORPORATIONS  
12 MAY 10 PM 4:47



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

May 8, 2012

NESTOR CARDENAS  
18555 SW 216TH STREET  
MIAMI, FL 33170

SUBJECT: M & L INVESTMENTS USA CORP  
Ref. Number: W12000021272

We have received your document for M & L INVESTMENTS USA CORP and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

It appears the filing submitted has a typographical error in the entity name. Please verify this name and all other information contained in the filing and resubmit it for processing.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Claretha Golden  
Regulatory Specialist II  
New Filing Section

Letter Number: 912A00013807

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DIVISION OF CORPORATIONS  
12 MAY 10 PM 4:47



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

April 17, 2012

NESTOR CARDENAS  
18555 SW 216TH STREET  
MIAMI, FL 33170

SUBJECT: M & L. ENTERPRISE CORP  
Ref. Number: W12000021272

We have received your document for M & L. ENTERPRISE CORP and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

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.**

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Claretha Golden  
Regulatory Specialist II  
New Filing Section

Letter Number: 912A00011997

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DIVISION OF CORPORATIONS  
12 MAY 10 PM 4:47

**ARTICLES OF CORPORATION**

12 MAY 10 PM 4: 47

**ARTICLE I - NAME**

The name of this corporation is:

**M & L INVESTMENTS USA CORP.**

With the principal place of business located at:

2540 SW. 31st LN  
Cape Coral, Florida 33914-4746

**ARTICLE II - PURPOSE**

This corporation shall have the perpetual existence and may engage in any and under the laws of the United States and the State of Florida.

**ARTICLE III - CAPITAL STOCK**

This corporation is authorized to issue 1000 shares of One Dollar (\$1.00) par value common stock.

**ARTICLE IV- PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash or any new common stock of this corporation, shall have the right to purchase their pro rata share (as nearly as may be done without issuance of fractional shares), at the price at which it is offered to others.

**ARTICLE V - INITIAL REGISTERED OFFICE**

The street address of the registered office of this corporation is:

2540 SW. 31st LN  
Cape Coral, Florida 33914-4746

## **ARTICLE VI - INITIAL BOARD OF DIRECTORS**

This corporation shall have One (1) director initially. The number of directors may be either increased or diminished from time to time by law.

The initial director of this Corporation is:

**MAGNER TIUSO**

2540 SW. 31st LN  
Cape Coral, Florida 33914-4746

## **ARTICLE VII - INCORPORATOR**

The name of the person signing this articles is:

**MAGNER TIUSO**

2540 SW. 31st LN  
Cape Coral, Florida 33914-4746

## **ARTICLE VIII - RESTRICTION ON THE TRANSFER OF STOCKS**

Shares of capital stock of this Corporation shall be issued initially to the following person in the amount set opposite his name:

<b>MANUEL FERNANDO AMAYA</b>	<b>500 Shares</b>
2540 SW. 31st LN	
Cape Coral, Florida 33914-4746	

<b>LUISA FERNANDA LOPEZ</b>	<b>500 Shares</b>
2540 SW. 31st LN	
Cape Coral, Florida 33914-4746	

Shares held by the initial shareholders listed above may not be resold or otherwise transferred to other unless such shares are first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all the shareholders and this corporation.

#### **ARTICLE IX - INDEMNIFICATION**

The corporation shall indemnify any officer or director, or any former officers or directors to the full extent permitted by law.

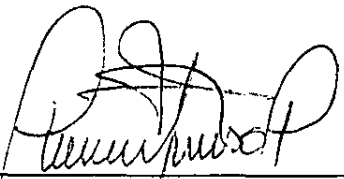
#### **ARTICLE X - MANAGEMENT OF CORPORATION SHAREHOLDERS**

All Corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the director of shareholders of this corporation.

#### **ARTICLE XI - BY LAWS**

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the Shareholder.

In witness whereof, the undersigned incorporator has executed these articles of incorporation this :  
March 19, 2012

  
\_\_\_\_\_  
MAGNER TIUSO  
President



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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

**CERTIFICATE OF DESIGNATION REGISTERED  
AGENT/REGISTERED OFFICE**

12 MAY 10 PM 4: 47

Pursuant to the provisions of section 607.0501 or 617.0501, Florida Statutes,  
the undersigned corporation, organized under the laws of the State of Florida,  
submits the following statement in designating the registered office/registered agent,  
in the State of Florida.

1. The name of the corporation is:

M & L INVESTMENTS USA CORP. .

2. The name of the registered agent and office is:

MAGNER TIUSO  
2540 SW. 31st LN  
Cape Coral, Florida 33914-4746

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF  
PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE  
DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT  
AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY,  
I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES  
RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES,  
AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION  
AND REGISTERED AGENT.

SIGNATURE: 

DATE: 04-12-12