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**FLORIDA PROFIT/NON PROFIT CORPORATION
PHILLIP & CO INC**

Certificate of Status	0
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May 17 2012

Florida Department of State

Attention: New Filings Section

To whom it may concern:

This is to advise you that the owners of Phillip & Co Inc
of Doc # P110000000014 are the same owners of the attached
articles of Incorporation. We have dissolved the company and have no intention
of reopening it. Thank you for your help in this matter.

Very sincerely,

A handwritten signature in black ink, appearing to be "Jm", is written over a horizontal line.

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ARTICLES OF INCORPORATION OF

PHILLIP & CO INC

The undersigned incorporator hereby forms a corporation under chapter 607 of the laws of the State of Florida.

ARTICLE I - Name and Address

The name of the Corporation shall be

PHILLIP & CO INC

The address of the initial principal office of this corporation shall be 6170 SW 8TH ST, MIAMI, FL 33144, and the mailing address shall be the same.

ARTICLE II - Nature of Business

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, county, territory or nation.

ARTICLE III - Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a \$1.00 per share par value.

ARTICLE IV - Registered Agent

The Street Address of the initial registered office of the corporation shall be 1575 SW 87 AV, Miami, Fl 33174, and the name of the initial registered agent of the corporation at that address shall be Sergio A. Fleites, C.P.A.

ARTICLE V - Term of Existence

The corporation is to exist perpetually.

Prepared by:

Sergio A. Fleites, C.P.A.
1575 SW 87 AV
Miami, Fl 33174
Ph (305) 446-3000

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ARTICLE VI – Officers and Directors

This corporation shall have xx officers and xx directors, initially. The name and street address of the initial officers and directors who shall hold office for the first year of the corporation, or until their successors is elected or appointed is:

MARTHA PEREZ

President

Treasurer

6170 SW 8 ST
MIAMI, FL 33144

ARTICLE VII – Incorporator:

The name and street address of the incorporator to these Articles of Incorporation is:

Sergio A. Fleites, C.P.A.
1575 SW 87 AV
Miami, FL 33174

IN WITNESS THEREOF, the undersigned has here unto set his hand, on this 14TH day of May, 2012.



Sergio A. Fleites, C.P.A.
(Incorporator)

Prepared by:

Sergio A. Fleites, C.P.A.
1575 SW 87 AV
Miami, FL 33174
Ph (305) 446-3000

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ARTICLE VIII – Code Section 1244 Stock

All stock issued by this corporation shall be deemed to be "small business stock" as defined by Internal Revenue Code Section 1244.

ARTICLE IX – Registered Agent

I hereby am familiar with and accept the duties and responsibilities as registered agent for said Corporation.



Sergio A. Fleites, C.P.A.
(Registered Agent)

Prepared by:

Sergio A. Fleites, C.P.A.
1575 SW 87 AV
Miami, FL 33174
Ph (305) 446-3000

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 607.34 Florida Statutes, the following is
submitted, in compliance with said Act:

First: That, PHILLIP & CO INC

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 Sergio A. Fleites, C.P.A., located at 1575 SW
87 AVE, Miami, Fl 33174, City of Miami, County of Miami-Dade, State of Florida,
as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

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


Sergio A. Fleites, C.P.A.
(Registered Agent)

Prepared by:

Sergio A. Fleites, C.P.A.
1575 SW 87 AV
Miami, Fl 33174
Ph (305) 446-3000

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