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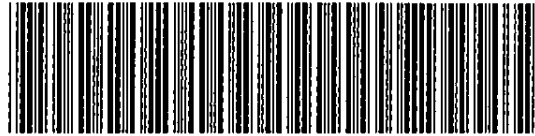
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CORPORATE FILING SERVICE

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. BRICKELL KEY Financial SERVICES, INC.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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NEW FILINGS

- ☒ Profit
- ☐ Not for Profit
- ☐ Limited Liability
- ☐ Domestication
- ☐ Other

OTHER FILINGS

- ☐ Annual Report
- ☐ Fictitious Name

AMENDMENTS

- ☐ Amendment
- ☐ Resignation of R.A., Officer/Director
- ☐ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

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Examiner's Initials

**ARTICLES OF INCORPORATION OF
BRICKELL KEY FINANCIAL SERVICES, INC.**

ARTICLE I --- NAME

The name of this corporation is **BRICKELL KEY FINANCIAL SERVICES, INC.**

ARTICLE II- EXISTENCE

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE – III- PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended. It will primarily conduct its business of financial services and in the purchase, sale, and negotiation of all kinds of commercial paper and debt obligations; as well as in investments, stock trading, manufacturing or any other commercial activity.

ARTICLE IV – CAPITAL STOCK

This corporation is authorized to issue 1000 shares of TEN Dollars (\$10,000.00) par value common stock which shall be designated as “Common Shares”. The total initial capital is \$ 10,000.00.

ARTICLE V – PRE-EMPTIVE RIGHTS

Every Shareholder, upon the offer for sale for cash of any stock of this corporation, shall have the right to purchase the entire stock offered or at least his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others, or the fair market price that may be set by the Board of Directors, which ever is lowest.

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The Corporation shall have the right of first refusal to purchase any stock that may be offered for sale by any shareholder, even before the remaining shareholders may exercise their right to offer the purchase of the stock as stated above. If shares of stock are offered for sale by any shareholder, the price for which the sale is being made shall be made known to the Corporation and to the corporate shareholders. Any misinformation about the price for which the stock is offered for sale is cause for finding the sale null and void and the shareholder or shareholders involved in it shall be liable for damages to the Corporation and the remaining shareholders. The rights of first refusal and the options to purchase of the Shareholders shall be exercised within four months after the Corporation is given notice by the shareholder of his or her intention to sell.

ARTICLE VI – INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 681 Brickell Key Drive Miami, FL 33131, and the name of the initial registered agent of this corporation at that address is GREGORIO GONZALES CUEVAS.

ARTICLE VII – INITIAL BOARD OF DIRECTORS

This corporation shall have at least two Directors constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the rules set in the bylaws; however, there shall never be less than two Directors nor more than five. The name and address of initial Board of Directors of the Corporation is:

GREGORIO GONZALES CUEVAS

President

JUAN PABLO GONZALES CUEVAS

Secretary

The address of the foregoing is as follows: 681 Brickell Key Drive Miami, FL 33131

ARTICLE VIII – INCORPORATION

The names and addresses of the Incorporators signing these articles are the same as those mentioned in the preceding article. The Incorporators take all of the shares of the corporation; as follows: GREGORIO GONZALES CUEVAS takes 510 SHARES OR 51% of the total shares of the Corporation and JUAN PABLO GONZALEZ CUEVAS takes 490 SHARES or 49% of the total shares of the Corporation.

ARTICLE IX – INDEMNIFICATION

The corporation shall indemnify any Officer or Director, to the full extent permitted by law.

ARTICLE X – AMENDMENTS

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, by a MAJORITY of Votes of all Shareholders.

ARTICLE XI – CORPORATE BUY-OUT

Dissenting shareholders have the right to sell their shares back to the corporation at a fair price, and the corporation has the obligation to purchase such shares. The obligation of the corporation will only cease if the purchase would render the corporation insolvent or so substantially reduce its assets as to make its operation impossible.

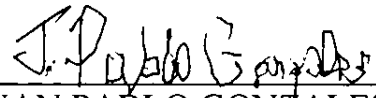
ARTICLE XII

The Shareholders of this corporation have a duty of the utmost good faith in their dealings with each other and with the Corporation. Any dispute among shareholders will be resolved by arbitration in accordance with the rules of the American Arbitration Association by an arbitrator that will be chosen by the non-disputing shareholders. If they cannot appoint one within one week of the request the arbitrator will be the Corporation's Legal Counselor. The decision of the arbitrator will be final.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation on the fourteenth day of May of 2007.



GREGORIO GONZALES CUEVAS
President

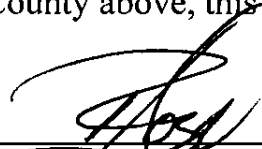


JUAN PABLO GONZALES CUEVAS
Secretary

STATE OF FLORIDA)
COUNTY OF DADE)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above Personally appeared GREGORIO GONZALES CUEVAS and JUAN PABLO GONZALES CUEVAS known to be and known by me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this fourteenth day of May 2012.



NOTARY PUBLIC, State of
Florida at Large
My Commission Expires:

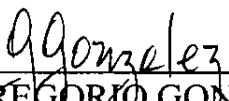


In compliance with Section 48.091, Florida Statutes. The following is submitted:

That **BRICKELL KEY FINANCIAL SERVICES, INC.**, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, at 681 Brickell Key Drive Miami, FL 33131 County of Dade, State of Florida, has named GREGORIO GONZALES CUEVAS, with the same address as its agent to accept service of process within this State.

ACKNOWLEDGMENT;

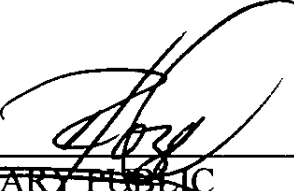
Having been named to accept service of process for the above mentioned corporation, at the place designated in this certificate, the undersigned agrees to comply with the provisions of Florida law relative to keeping the designated office open.



GREGORIO GONZALES CUEVAS
Registered Agent

STATE OF FLORIDA)
COUNTY OF DADE)

BEFORE ME, a Notary Public, personally appeared to me known to be the person described as GREGORIO GONZALES CUEVAS, and who has executed the foregoing acknowledgement before me; and accepts to be the Registered Agent for the Corporation.



NOTARY PUBLIC
State of Florida at Large
My Commission Expires:



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