

From: Elen...

Fax: (850) 923-8278 x4

To: Division of Corporations Fax: +1 (850) 617-6381

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Florida Department of State
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Account Name : GLADES CORPORATE SERVICES
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FLORIDA PROFIT/NON PROFIT CORPORATION

Lionel Andrew INC

Certificate of Status	0
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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

LIONEL ANDREW INC.

The undersigned, acting as an incorporator of LIONEL ANDREW INC. pursuant to s. 608.407 Florida Statutes, adopts the following Articles of Incorporation.

ARTICLE 1 – NAME

The name of the Company shall be **LIONEL ANDREW INC.** hereinafter, the "CORPORATION"

ARTICLE 2 – PURPOSE

The general purpose for which the Corporation is organized is to transact any lawful business under the laws of the State of Florida.

ARTICLE 3 – BUSINESS AND MAILING ADDRESS

The principal place of business and mailing address of the Corporation is **2421 Centergate Drive, Suite 104, Miramar, Florida 33025.**

ARTICLE 4 – INITIAL OFFICERS OR DIRECTORS

TITLE: DIRECTOR.

NAME: **LEONARDO PRIMON**

ADDRESS: **1825 Main Street, Suite 8, Weston, Florida, 33326**

ARTICLE 5 - SHARES

The NUMBER OF SHARES OF COMMON STOCK IS: 100. Each share having a value of ONE CENT (\$0.1)

ARTICLE 6 – CORPORATE CAPITALIZATION

6.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is 100 shares of common stock, each share having the par value of **ONE CENT (\$0.01).**

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6.2 All holders of shares of common stock shall be identical with each other in every respect and the holders of common shares shall be entitled to have unlimited voting rights on all shares and be entitled to one vote for each share on all matters on which Shareholders have the right to vote.

6.3 All holders of shares of common stock, upon the dissolution of the Corporation, shall be entitled to receive the net assets of the Corporation.

6.4 No holder of shares of stock of any class shall 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 stock of any class, confer any preemptive right that the Board of Director(s) may deem advisable in connection with such issuance.

6.5 The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of 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.

6.6 The Board of Director(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 or conditions of redemption of the stock.

ARTICLE 7 – SHAREHOLDERS RESTRICTIVE AGREEMENT

All of the shares of stock of this Corporation may be subject to a Shareholders' Restrictive Agreement containing numerous restrictions 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, if any, is on file at the principal office of the Corporation.

ARTICLE 8 – POWERS OF CORPORATION

The Corporation shall have the same powers 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 9 – TERM OF EXISTENCE

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This Corporation shall have perpetual existence. Its dissolution shall be governed by the BYLAWS and the State of Florida Laws.

ARTICLE 10: REGISTERED OWNERS

The Corporation, to the extent permitted by 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 11: 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 Director(s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

ARTICLE 12: AMMENDEMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment 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 amendment hereto are granted subject to this reservation.

ARTICLE 13: EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE 14: INCORPORATOR

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

Gladis Elena Diaz
1940 Wilson Street, Hollywood, FL, 33020

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ARTICLE 15: REGISTER AGENT

The name and the Florida address of the Register Agent is:

GLADES CORPORATE SERVICES LLC
1940 Wilson Street
Hollywood, Florida, 33020

Having been named as a registered agent to accept service of process for the above stated Company at the place designated in this certificate, I am familiar with **and accept** the appointment as registered agent and agree to act in this capacity under the Section 608.4155 of the Florida Statutes

By: _____

Gladis Elena Diaz

06.18.2012

Date

The undersigned, affirm that the facts stated herein are true. I am a natural person competent to contract and hereby form a Corporation, I am aware that the false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155 FS

By: _____

Gladis Elena Diaz - Incorporator

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