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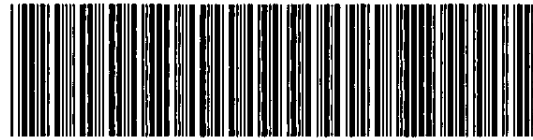
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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COVER LETTER

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

SUBJECT: Mamacita's Enterprise, Inc.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☒ \$70.00 Filing Fee
☐ \$78.75 Filing Fee
& Certificate of Status

☐ \$78.75 Filing Fee
& Certified Copy
☐ \$87.50 Filing Fee,
Certified Copy
& Certificate of
Status
ADDITIONAL COPY REQUIRED

FROM: Itzel Gaines
Name (Printed or typed)

261 SE 6th Avenue #103
Address

Homestead, Florida 33030
City, State & Zip

863. 677 4574
Daytime Telephone number

E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

OF

Mamacita's Enterprise, Inc.

A FLORIDA PROFIT CORPORATION

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12 JUN 25 AM 11:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as the incorporator of a not for profit corporation under the Florida Not For Corporation Act, as set forth in Chapter 617 of the Florida Statutes, as amended, adopts the following Articles of Incorporation for such Corporation:

ARTICLE I: NAME

The name of the Corporation shall be Mamacita's Enterprise, Inc. hereinafter referred to as the "Corporation".

ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and the mailing address of the corporation is 261 SE 6th Avenue #103 Homestead, Florida 33030.

ARTICLE III: DURATION

The period of duration of the Corporation shall be perpetual unless dissolved according to law.

ARTICLE IV: PURPOSE OF CORPORATION

The Corporation shall engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE V: CORPORATE CAPITALIZATION

- 5.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is **TEN THOUSAND(10,000)** shares of common stocks, each share having the par value of **ONE CENT (\$0.1)**
- 5.2 All holders of shares of common stocks 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.
- 5.3 All holders of shares of common stocks, upon the dissolution of the Corporation, shall be entitled to receive the net assets of the Corporation
- 5.4 No holder of shares of stocks of any class shall have any preemptive rights 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 stocks of any class, confer any preemptive right that the Board of Director(s) may deem advisable in connection with such issuance.

- 5.5 The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stocks 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.
- 5.6 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, limitation as a dividends, qualifications, or term or conditions of redemption of the stock.

ARTICLE VI: SUB-CHAPTER S CORPORATION

The Corporation may elect to be an S Corporation, as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended

- 6.1 The shareholders of this corporation may elect and, if elected, shall continue such election to be an S Corporation as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended.
- 6.2 After this Corporation has elected to be an S Corporation, none of the shareholders of this Corporation, without the written consent of all the shareholders of this Corporation shall take any action, or make any transfer or other disposition of the shareholders' shares of stock in the Corporation, which will result in the termination or revocation of such election to be an S Corporation, as provided in Sub-chapter S of the Internal Revenue Code of 1986, as amended.
- 6.3 Once the Corporation has been elected to be an S Corporation, each share of stock issued by the Corporation shall contain the following legend:
- "The shares of stocks represented by this certificate cannot be transferred if such transfer would void the election of the Corporation to be taxed under Sub-Chapter S of the Internal Revenue Code of 1986, as amended."

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

ARTICLE VII: REGISTERED OFFICE AND AGENT

The Corporation's registered office shall be located at 261 SE 6th Avenue #103 Homestead, Florida 33030; and Itzel Gaines is the registered agent of the Corporation at that address.


Itzel Gaines, Registered Agent

ARTICLES VIII INCORPORATOR

The incorporator of the Corporation is as follows:

Itzel Gaines
261 SE 6th Avenue #103
Homestead, Florida 33030


Itzel Gaines, Incorporator

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TALLAHASSEE, FLORIDA