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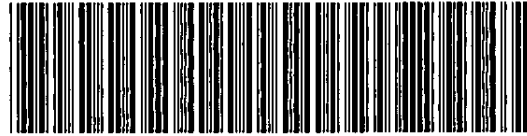
(Business Entity Name)

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DIVISION OF CORPORATIONS

6126
W120009034361

TERRANCE J. MULLIN, P.A.

ATTORNEY AT LAW
tjm@tjmullinlaw.com

201 ALHAMBRA CIRCLE
SUITE 503
CORAL GABLES, FLORIDA 33134
TEL. (305) 444-6869
FAX (305) 444-6829
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June 21, 2012

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

Re: Filing Articles of Incorporation /San Marino Properties, Inc.

Ladies and Gentlemen:

I am enclosing an original and one copy of Articles of Incorporation for San Marino Properties, Inc. I have also enclosed a check for \$70.00 made payable to the Florida Department of State. Please return the stamped document to me in the enclosed stamped, self-addressed envelope.

Very truly yours,


Terrance J. Mullin

w/encls.

Cc: Ms. Lina Ortiz



FLORIDA DEPARTMENT OF STATE
Division of Corporations

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DIVISION OF CORPORATIONS

June 26, 2012

TERRANCE J. MULLIN
201 ALHAMBRA CIR SUITE 503
CORAL GABLES, FL 33134

SUBJECT: SAN MARINO PROPERTIES, INC.
Ref. Number: W12000034361

We have received your document for SAN MARINO PROPERTIES, INC. 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 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.

Jessica A Fason
Regulatory Specialist II

Letter Number: 512A00017489

**ARTICLES OF INCORPORATION
OF**

San Marino Real Estate, Inc

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of the corporation is **San Marino Real Estate, Inc.**

ARTICLE II

DURATION AND BEGINNING OF CORPORATE EXISTENCE

The corporation shall exist perpetually. The date when the corporate existence of this corporation shall begin shall be upon the date of filing of these Articles with the Secretary of State.

ARTICLE III

NATURE OF BUSINESS

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

RESTRICTION

Any purchase or sale of a property with a value in excess of \$500,000.00 shall require the unanimous written consent of the corporation's directors, which consent shall be evidenced by appropriate corporate minutes.

ARTICLE V

CAPITAL STOCK

The corporation is authorized to have outstanding one class of stock designated as common stock. The maximum number of shares of common stock which the corporation is authorized to issue and have outstanding is 10,000 shares of common stock with a par value of \$1.00 per share. Holders of common stock are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting. Holders of common stock shall have preemptive rights to subscribe to the corporation's securities.

SECRETARY OF STATE
DIVISION OF CORPORATIONS
12 JUL 11 AM 11:45

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation in the State of Florida is 201 Alhambra Circle #503, Coral Gables, Florida 33134, and the name of the initial registered agent of this corporation at that address is Terrance J. Mullin, Esq.

ARTICLE VII
PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation is 951 Brickell Ave., Suite 4006, Miami, Florida 33131.

ARTICLE VIII
INITIAL BOARD OF DIRECTORS

The corporation shall have four (4) directors initially. The number of directors may be increased or decreased from time to time by amendment to, or in the manner provided in, the by-laws of the corporation.

The names and street address of the initial directors are as follows:

Boris Ortiz	951 Brickell Ave. Suite 4006 Miami, Florida 33131
Lina Ortiz	951 Brickell Ave. Suite 4006 Miami, Florida 33131
Jorge Ortiz	951 Brickell Ave. Suite 4006 Miami, Florida 33131
Mariela Dussan	951 Brickell Ave. Suite 4006 Miami, Florida 33131

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SECTION OF STATE
DIVISION OF CORPORATIONS

ARTICLE IX
INCORPORATOR

The name and address of the incorporator subscribing to these Articles of Incorporation is: Terrance J. Mullin, Esq., 201 Alhambra Circle #503, Coral Gables, Florida 33134.

ARTICLE X
BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the board of directors and the shareholders.

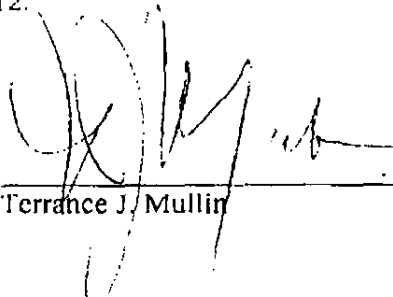
ARTICLE XI
INDEMNIFICATION

The corporation shall indemnify, to the full extent permitted by law, any officer, director, employee or agent of the corporation, or any former officer, director, employee or agent of the corporation, or any person who, at the request of the corporation, is or was serving as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise.

ARTICLE XII
AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 19 day of June, 2012.



Terrance J. Mullin

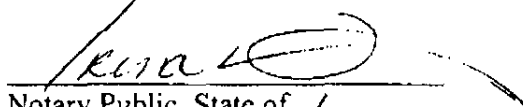
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SECRETARY OF STATE
DIVISION OF CORPORATIONS

STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared **TERRANCE J. MULLIN**, known to me and by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that she executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 19 day of June, 2012.

NOTARY PUBLIC STATE OF FLORIDA
Irina Martinez
Commission # DD850361
Expires: JAN. 23, 2013
BONDED THRU ATLANTIC BONDING CO., INC.


Notary Public, State of /
Florida
Print Name: Irina Martinez
Commission No: DD850361

My commission expires: 01-23-2013

STATE OF FLORIDA
DIVISION OF CORPORATIONS
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CERTIFICATE OF REGISTERED AGENT OF

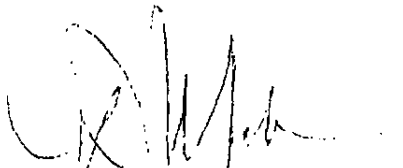
Pursuant to Sections 48.091 and 607.0501 of the Florida Statutes, the following is submitted in compliance therewith:

That **San Marino Real Estate, Inc** desiring to organize under the laws of the State of Florida with its principal office in Miami, Florida, has named Terrance J. Mullin, Esq., 201 Alhambra Circle #503, Coral Gables, Florida 33134, County of Miami-Dade, agent to accept service of process within the State.

ACKNOWLEDGMENT

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 as registered agent.

Dated this 16 day of June, 2012.



Terrance J. Mullin

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SECTION OF CORPORATIONS