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Division of Corporations

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Florida Department of State  
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Electronic Filing Cover Sheet

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**FLORIDA PROFIT/NON PROFIT CORPORATION  
BIOMASS HOLDINGS CORP**

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4/4/2013 10:00:53 AM PAGE 1/001 Fax Server 001/004



April 4, 2013

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

SERBER & ASSOCIATES, P.A.

SUBJECT: BIOMASS HOLDINGS CORP  
REF: W13000019686

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Correct Article VII to reflect Initial Officer instead of Initial Director.

If you have any further questions concerning your document, please call (850) 245-6052.

Ruby Dunlap  
Regulatory Specialist II  
New Filing Section

FAX Aud. #: H13000070635  
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ARTICLES OF INCORPORATION OF  
BIOMASS HOLDINGS CORP.

ARTICLE I.

CORPORATE NAME

The name of this corporation shall be:

**BIOMASS HOLDINGS CORP.**

ARTICLE II.

NATURE OF CORPORATE BUSINESS

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

ARTICLE III.

CAPITAL STOCK

This Corporation is authorized to issue a maximum of One Thousand (1,000) shares of common stock having a par value of One Dollars (\$1.00) per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV.

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

Serber & Associates, P.A.  
2875 N.E. 191<sup>st</sup> Street, Suite 801  
Aventura, Florida 33180

ARTICLE V.

PRINCIPAL/MAILING ADDRESS OF CORPORATION

The Corporation's principal street and mailing address shall be:

2875 N.E. 191<sup>st</sup> Street, Suite 801  
Aventura, Florida 33180

ARTICLE VI.

BOARD OF DIRECTORS

The number of Directors may be altered from time to time by By-Laws adopted by the Stockholders. However, the Corporation shall have no less than one (1) Director at any time.

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## ARTICLE VII.

## INITIAL OFFICER

The name and post office address of the first OFFICER the Corporation is:

	<u>Name</u>	<u>Address</u>
(President)	S & A Company Management LLC	2875 N.E. 191 <sup>st</sup> Street, Suite 801 Aventura, Florida 33180

The first Director shall hold office until the first annual meeting of the Stockholders of the Corporation.

## ARTICLE VIII.

## INCORPORATOR

The name and post office address of the Incorporator executing these Articles of Incorporation is:

<u>Incorporator</u>	<u>Address</u>
Maria Marta Calderon, Esq.	Turnberry Plaza, Suite 801 2875 N.E. 191 <sup>st</sup> Street Aventura, Florida 33180

THE UNDERSIGNED Incorporator, for the purpose of forming a Corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts stated are true.

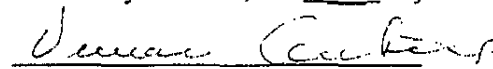
  
 Maria Marta Calderon, Esq.

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

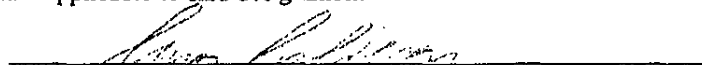
BEFORE ME, the undersigned authority appeared Maria Marta Calderon, Esq., who is personally known to me, and acknowledged that she executed said Articles of Incorporation, and who did take an oath.

WITNESS my hand and seal in the State and County aforesaid, this 28<sup>th</sup> day of March, 2013.



  
 NOTARY PUBLIC, State of Florida  
 Print Name: \_\_\_\_\_  
 My Commission Expires: \_\_\_\_\_

The undersigned hereby accepts the foregoing designation as initial Registered Agent and agrees to comply with the provisions of law applicable to said designation.

  
 Serber & Associates, P.A., Registered Agent