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(Requestor's Name)

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**COVER LETTER**

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

SUBJECT: GRUPO PHOENIX CORP.  
(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: Luis Andrus Roa  
Name (Printed or typed)  
4530 concord landing DR. Suite 309  
Address  
Orlando FL 32839-6071  
City, State & Zip  
407-534-4293  
Daytime Telephone number  
Luisroa@Protepartes.com  
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:  
GROUP PHOENIX, CORP.**

The Undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I – NAME**

The name of the Corporation Shall be:

**GROUP PHOENIX, CORP.**

**ARTICLE II – PRINCIPAL OFFICE**

The principal place of the business and mailing address of this corporation shall be

4530 Concord Landing Dr. Suite #309  
Orlando, FL 32839-6071

**ARTICLE III – EFFECTIVE DATE**

By the incorporator, the effective date is May 04, 2014 or upon approval of the Secretary of The State, of Florida.

**ARTICLE IV PURPOSE**

The purpose for which the Corporation is formed and organized to engage in activity like Wholesale and Retail Pets goods, Food Distribution, auto parts or any business under the law of the State of Florida.

**ARTICLE V – CAPITAL STOCK**

**V.1** The number of the Shares that this corporation is authorized to have outstanding at any time is:

One Thousand (1000) Shares, per (1) One dollar each.

**V.2** All holders of shares of common stocks shall be identical divided with each other in every respect and the holders of the common shares shall be entitle to have unlimited voting

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Rights on all shares and be entitle to one vote for each share on all matters on which shareholders have the right to vote.

#### **ARTICLE VI – REGISTER AGENT AND ADDRESS**

The initial address of the register office of this corporation and the name of the register Agent is:

Luis Andres Roa  
4530 Concord Landing Dr. Suite #309  
Orlando, FL 32839-6071

The Register officer, the register agent or the board of Directors may change with Appropriated notice being given to the Secretary of the State in accordance with the Law.

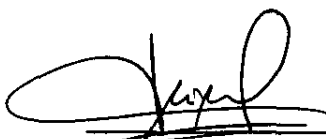
#### **ARTICLE VII – INCORPORATORS(S) OFFICER AND DIRECTORS**

The officer of the Corporation should be:

The said name of incorporator(s) and initial board of Directors shall be:

Luis Andres Roa  
4530 Concord Landing Dr. Suite #309  
Orlando, FL 32839-6071

The undersigned has(have) executed these articles of incorporation this 04<sup>th</sup> Day of May 2014.



Luis Andres Roa  
President

#### **ARTICLE VIII – SUB – CHAPTER (S) CORPORATION**

The corporation may elect to be an S Corporation, as provided is Sub-Chapter S of the Internal Revenue code of 1986, as amended.

The shareholders of the Corporation may elect and if elected, shall continue such election to be and S Corporation as provided in Chapter S of the Internal Revenue Code of 1986 as amended, unless the Shareholders of the Corporation unanimously agree otherwise in writing.

#### **ARTICLE IX – POWER OF CORPORATION**

The Corporation shall have the same power as an individual to do all the things necessary to carry out its business and affairs, subjects to limitation or restriction imposed by law or these Articles of incorporation.

#### ARTICLE X AMENDEDNTS

This Corporation reserves the right to amend, alter, change or repeal any provision contained in these Article of incorporation herein in the manner now or hereafter prescribed by law and By the provisions of any applicable statue of the State of Florida and all rights conferred on stockholders herein are granted subject to this reservation.

In WITNESS WHEREOF, THE UNDERSIGNED HAS HEREUNTO SET HANDS AND SEAL AT MIAMI-DADE County, Florida State this 04<sup>th</sup> Day of May 2014.

  
\_\_\_\_\_  
Luis Andres Roa

# **CERTIFICATE OF DESIGNATION REGISTER AGENT REGISTER OFFICE**

Pursuant to the provisions of section 604-501, Florida Statute the undersigned Corporation, Organized under the laws of the State of Florida, submits the following statement in designating the register officer/register agent, in the State of Florida.

**1. The Name of the Corporation**

**GROUP PHOENIX, CORP.**

**2. The name and address of the Register Agent and office is:**

**Luis Andres Roa  
4530 Concord Landing Dr. Suite #309  
Orlando, FL 32839-6071**

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**I Hereby familiar with and accept the obligation, duties, responsibilities and agree to act in this capacity as Register Agent.**

**SUGNATURE:**



**DATE:**

05-07-2014