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# FLORIDA PROFIT/NON PROFIT CORPORATION WEST SUNSET GROUP, INC.

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#### ARTICLES OF INCORPORATION

OF

# WEST SUNSET GROUP, INC.

The undersigned, a natural person competent to contract, hereby makes, subscribes acknowledges and adopts the following Articles of Incorporation for the purposes of forming a corporation under the laws of the State of Florida.

#### ARTICLE I. - NAME

The name of this Corporation is WEST SUNSET GROUP, INC.

State of the State of the

#### ARTICLE IL - DURATION

This Corporation shall have perpetual existence commencing upon the filing of these Articles of incorporation by the Florida Department of the State.

#### ARTICLE III. - PURPOSE

This Corporation is organized for the purpose of engaging in any activity or transacting any business permitted under the laws of the State of Florida and the laws of the United States of America.

### ARTICLE IV: - CAPITAL STOCK

The aggregate number of shares which this Corporation is authorized to issue is one hundred (100) shares. Such shares shall be of a single class, and shall have a One and No/100 (\$1.00) Dotar per value.

# ARTICLE V. - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is: 15798 S.W. 74<sup>th</sup> Street, Miami, FL 33193, and the name of the initial Registered Agent at that address is: Octavic Potanco, 15798 S.W. 74<sup>th</sup> Street, Miami, FL 33193. The street address of the principal office of this Corporation is: 15798 S.W. 74<sup>th</sup> Street, Miami, FL 33193.

### ARTICLE VI. - BOARD OF DIRECTORS

This Corporation shall have one (1) Director constituting the Initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the Corporation's Bylams. The name and address of the Initial Board of Directors of this Corporation is:

President - Octavio Polanco 15798 S.W. 74<sup>TH</sup> Street Miami, FL 33193

### ARTICLE VII. - INCORPORATORS

The name and address of the Incorporator to these Articles of Incorporation is: Octavio Polanco, 15798 S.W. 74<sup>TR</sup> Street, Miamil, FL 33193.

# ARTICLE VIII. - INDEMNIFICATIONA.

indemnity. The Corporation shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or contemplated action, suffer or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that he or she is or was a director, employee, officer or agent of the Association, against all expenses (including attorney's fees and appellate attorney's fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him or her in connection with such action, suft or proceeding, unless:

(1) A court of competent jurisdiction finally determines, after all appeals have been exhausted or pursued by the proposed indemnites, that he or she did not act in good faith or in a manner he or she reasonably believed to be in or the best interests of the Corporation, and,

his or her conduct was unlawful; and

- denied. The termination of any action, suit of proceeding by judgment, order, settlement, conviction or upon a plea of noto contendent or its equivalent shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he reasonably believed to be in or not opposed to the best interests of the Corporation, and with respect to any criminal action or proceeding, had reasonable cause to believe that his conduct was unlawful.
- B. Expenses. To the extent that a director, officer, employee or agent of the Corporation has been successful on the merits or otherwise in defense of any action, suit or proceeding referred to in Section VIII A. above, or in defense of any claim, issue or matter therein, the or she shall be indemnified against all expenses (including attorney's fees) actually and reasonably incurred by him in connection therewith.

C. Advances. All expenses incurred in defending a civil or criminal action, suit or

proceeding shall be paid by the Corporation in advance of the final disposition of such action, suit or proceeding upon receipt of an accounting from or on behalf of the affected director, officer, amployee or agent to repay such amount unless it shall ultimately be determined that he is outsted to be indemnified by the Corporation as authorized in this Article Vill.

- D. Miscellaneous. The indemnification provided by this Article shall not be deemed exclusive of any other rights to which those seeking indemnification may be entitled under any by-law agreement, vote of directors, shareholders or otherwise, and shall continue as to a person who has ceased to be a director, officer, employee or agent and shall inture to the benefits of the hairs and personal representatives of such person.
- E. Insurance. The Corporation shall have the power to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Corporation, or is or was serving, at the request of the Corporation, as a director, officer, employee or agent of enother Corporation, partnership, joint venture, trust or other enterprise, against any liability asserted against him or her and incurred by him or her in any such capacity, or entering out

of his status as such, whether or not the Corporation would have the power to indemnify him or her against such liability under the provisions of this Article.

Amendment. Anything to the contrary herein notwithstanding, the provisions of this 23 by not be amended without the approval in writing of all persons whose interests F. Article VIII may not be amended without the approval in writing of all persons whose interests would be adversely affected by such amendment.

IN W	TINESS	WHEREOF,	the	undersigned	anpactiper	has	executed	these	Articles	oľ
(neorporation o	in	8/2	701	11+						
		τ_	,	7						

Incorporator

STATE OF FLORIDA

MIAMI- DADE

BEFORE ME the undersigned authority personally appeared COTATIO FOR who is personally known to me or who has produced TORIDA DRIVEA'S LIC as identification, and who, first being duty sworn on oath, acknowledged before me that she executed the above and foregoing instrument for the intent and purposes therein expressed.

WITNESS

MY

HAND

AND

OFFICIAL

SEAL

on

8-26-14

H. CORDOVA
Notary Public - State of Florida
My Comm. Expires May 4, 2018
Commission & FF 119062

Notary Public, State of FL at Large

Printed Name of Notary: H-CORDOVA

My commission expires:

Commission No:

NO:

MAY 4 2018

## <u>CERTIFICATE DESIGNATING REGISTERED AGENT AND OFFICE</u>

IN COMPLIANCE WITH SECTIONS 48.091 and 607.034, Florida Statutes, as may be amended, the following is submitted:

That WEST SUNSET GROUP, INC., destring to organize and qualify as a corporation under the laws of the State of Florida, with its principal office at 15798 S.W. 74<sup>TH</sup> Street, Milami, FL 33193, has named Octavio Polanco, as its Registered Agent to accept service of process within the State of Florida; and

That, having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hareby agrees to act in this capacity, and further agree to comply with the provisions of all Statutes relative to the proper performance his duties.

ATED: 8/26/14

Octavio Polanco, Registered Amen

STATE OF FLORIDA

: \$5.

COUNTY OF BROWARD

14 AUG 29 PM 12: 43

BEFORE ME the undersigned authority, personally appeared Chavio Informic Plance personally known to me or who has produced HORIDA DRIVAL LICENS as identification, and who first, being duly swom on ceth acknowledged before me that he executed the above and foregoing instrument for the intent and purposes therein expressed.

WITNESS MY HAND AND OFFICIAL SEAL in the County and State lest aforesaid on 8-26-3014

H. CORDOVA

Hotary Public - State of Florida

My Comm. Expires May 4 2018

M. CORDOVA
Motary Public - State at Florida
My Comm. Expires May 4, 2018
Commission & FF 119062

Notary Public, State of FL at Large

Printed Name of Notary: &-Carcocks

My commission expires: 77 119062

My commission No: MA9 4, 2018

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