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SECRETARY OF STATE  
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**FLORIDA PROFIT/NON PROFIT CORPORATION  
CAMILOS R & R**

Certificate of Status	0
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## ARTICLES OF INCORPORATION OF

### CAMILOS R & R, INC

#### ARTICLE I - NAME

The name of this corporation is CAMILOS R & R, INC.

#### ARTICLE II - EXISTENCE

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

#### ARTICLE III - INITIAL PRINCIPAL OFFICE

The Street address of the initial principal office of this Corporation is 340 WEST FLAGLER STREET # 3103 MIAMI, FLORIDA 33130.

#### ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended. It will primarily conduct its business in the preparation, sale, and distribution of prepared foods and meals including desserts.

#### ARTICLE V - CAPITAL STOCK AND SHARES

This corporation is authorized to issue 100 shares of EIGHTEEN Dollars (\$ 18.00) par value common stock which shall be designated as "Common Shares". The total initial capital is \$ 1,800.00.

#### ARTICLE VI - PRE-EMPTIVE RIGHTS

Every Shareholder, upon the offer for sale for cash of any stock of this

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corporation, shall have the right to purchase his/her pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others, or the price that may be set by the Board of Directors, which ever is lowest.

#### ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The Street address of the initial registered office of this Corporation is 8370 WEST FLAGLER STREET, SUITE 110 MIAMI, FLORIDA 33144, and the name of the initial registered agent of this corporation at that address is ALFONSO OVIEDO-REYES, ESQ.

#### ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have at least three Directors constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the rules set in the bylaws; however, there shall never be less than two Directors or more than five. The name and address of initial Board of Directors of the Corporation is:

ISABEL CRISTINA ANGEL	.....	President
CAMILO ANDRES RAMIREZ	.....	Vice President
CAMILO ANDRES RODRIGUEZ	.....	Secretary

The address of the foregoing is as follows: 340 WEST FLAGLER STREET # 3103 MIAMI, FLORIDA 33130

#### ARTICLE IX - INCORPORATION

The names and addresses of the Incorporators signing these articles are the same as those mentioned in the preceding article. The Incorporators take all of the shares of the corporation; as follows: ISABEL CRISTINA ANGEL takes 34 SHARES OR 34% of the total shares of the Corporation, CAMILO ANDRES RAMIREZ takes 33 SHARES or 33% of the total shares of the Corporation, and CAMILO ANDRES RODRIGUEZ, takes 33 SHARES or 33% of the total shares of the Corporation.

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**ARTICLE X - INDEMNIFICATION**

The corporation shall indemnify any Officer or Director, to the full extent permitted by law.

**ARTICLE XI - AMENDMENTS**

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, by a MAJORITY of Votes of all Shareholders.

**ARTICLE XII - CORPORATE BUY-OUT**

Dissenting shareholders have the right to sell their shares back to the corporation at a fair price, and the corporation has the obligation to purchase such shares. The obligation of the corporation will only cease if the purchase would render the corporation insolvent or so substantially reduce its assets as to make its operation impossible.

**ARTICLE XIII - ARBITRATION**

The Shareholders of this corporation have a duty of the utmost good faith in their dealings with each other and with the Corporation. Any dispute among shareholders will be resolved by arbitration in accordance with the rules of the American Arbitration Association by an arbitrator that will be chosen by The non-disputing shareholders. If they cannot appoint one within one week of the request the arbitrator will be the Corporation's Legal Counselor. The decision of the arbitrator will be final.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation on the 22<sup>nd</sup> day of November, 2014.

  
ISABEL CRISTINA ANGEL  
President

  
CAMILO ANDRES RAMIREZ  
Vice-President

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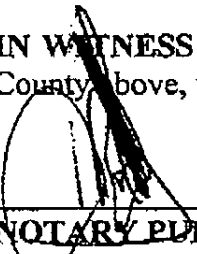
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**CAMILO ANDRES RODRIGUEZ**  
Secretary

**STATE OF FLORIDA**  
**COUNTY OF MIAMI-DADE**

**BEFORE ME**, a Notary Public authorized to take acknowledgments in the State and County set forth above Personally appeared **ISABEL CRISTINA ANGEL, CAMILO ANDRES RAMIREZ, and CAMILO ANDRES RODRIGUEZ** known to be and known by me to be the persons who executed the foregoing Articles of the Incorporation, and they acknowledged before me that they executed those Articles of Incorporation.

**IN WITNESS WHEREOF**, I have set my hand and seal in the State and County above, this 22<sup>nd</sup> day of November 2014.

  
**NOTARY PUBLIC**  
State of Florida at Large  
My Commission Expires:



14 DEC 11 AM 10:47  
TALLAHASSEE, FLORIDA

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In compliance with Section 48.091, Florida Statutes, the following is submitted:

That CAMILOS R & R, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, at is 340 WEST FLAGLER STREET # 3103 MIAMI, FLORIDA 33130, State of Florida, has named ALFONSO OVIEDO-REYES, ESQ. at 8370 WEST FLAGLER STREET, SUITE 110 MIAMI, FLORIDA 33144, as its agent to accept service of process within this State.

#### ACKNOWLEDGMENT:

Having been named to accept service of process for the above mentioned corporation, at the place designated in this certificate, the undersigned agrees to comply with the provisions of Florida law relative to keeping the designated office open.

*Alfonso E. Oviedo-Reyes*  
 ALFONSO OVIEDO-REYES, ESQ.  
 Registered Agent

STATE OF FLORIDA  
 COUNTY OF MIAMI-DADE

BEFORE ME, a Notary Public personally appeared to me known to be the person described as ALFONSO OVIEDO-REYES, ESQ. and who has executed the foregoing acknowledgement before me; and accepts to be the Registered Agent for the Corporation.

*[Signature]*  
 NOTARY PUBLIC  
 State of Florida at Large  
 My Commission Expires:

