

**P15000073961**

Florida Department of State  
Division of Corporations

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**FLORIDA PROFIT/NON PROFIT CORPORATION  
MARGARITA GOURMET, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$78.75

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S. GILBERT

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ARTICLES OF INCORPORATION

The undersigned Incorporator (s) for the purpose of forming a Corporation under the Florida Business Corporation Act, hereby adopt (s) the following Articles of Incorporation.

ARTICLE I NAME

MARGARITA GOURMET, INC.

ARTICLE II

NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida. This includes, but is not limited to production, manufacture, distribution and exportation of food and food products, all facets and activities related to import and export of such food products, as well as the purchasing, buying/selling, commercialization and any other negotiation or commercial transaction related to food products of diverse types and categories, perishable or not, fresh or frozen, as well as necessary raw materials. The corporation may also represent domestic and foreign enterprises in any commercial activity, able to undertake any activity related or not with its principal objective, which is not to be considered a limitation of any kind.

ARTICLE III

CAPITAL STOCK

The corporation is authorized to have outstanding one class of stock designated as voting common stock. The maximum number of shares of common stock which the corporation is authorized to have outstanding is 1000 shares of a par value of \$ 1.00 per share.

holders of common stock are entitled to one vote per share, and there shall be no cumulative voting. Holders of all common stock classes shall have preemptive rights to subscribe to the Corporation's securities.

ARTICLE IV

INITIAL CAPITAL

The amount of initial capital with which the Corporation shall begin business shall not be less One Thousand Dollars (\$1,000.00)

The Corporation may elect, from time to time, to increase the amount of such Capital as may be deemed appropriate by a majority of the Shareholders.

Such increases in Capital, as well as any indebtedness, loans, promissory notes or other similar obligations that may be acquired by the Corporation, as well as any distribution of Dividends or Investments that are greater than \$ 10,000 shall be authorized only upon the unanimous approval of 100% of the Shareholders.

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BEGINNING OF CORPORATION EXISTENCE

ARTICLE V

The date when this corporation commences shall be September 11, 2015, the time of subscription and acknowledgment of these Articles of Incorporation.

ARTICLE VI  
TERMS OF EXISTENCE

This corporation shall exist perpetually, unless dissolved or terminated as set for in the Corporation's by laws or by operation of law.

ARTICLE VII  
PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 12265 SW 99 St., Miami, Florida 33186.

ARTICLE VIII

DIRECTORS

The corporation shall have two Directors. The number of Directors may be increased or decreased from time to time as set forth in The By-laws adopted by the Corporation's shareholders.

ARTICLE IX

NAME OF DIRECTORS AND SHAREHOLDERS

Until and unless otherwise removed as set forth in the Corporation's By Laws, the Corporation's Directors shall be and remain as follows:

CAROLINA ITURRIAGA R. (DIRECTOR)  
SAFIR 4  
ARUBA 00000  
NETHERLAND ANTILLES

JULIO MARQUEZ (SHAREHOLDER)  
AVENIDA EL PARQUE  
CALLE LA CEIBA  
QTA. ALBORADA  
URB. PRADOS DEL ESTE  
CARACAS  
REPÚBLICA BOLIVARIANA DE VENEZUELA

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RICARDO ESTRADA (SHAREHOLDER)  
CALLE LA LAGUNITA  
QTA. PEÑONCITO  
STA. GERTRUDIS  
CARACAS  
REPÚBLICA BOLIVARIANA DE VENEZUELA

LEONORA OROPEZA (SHAREHOLDER)  
CALLE LA LAGUNITA  
QTA. PEÑONCITO  
STA. GERTRUDIS  
CARACAS  
REPÚBLICA BOLIVARIANA DE VENEZUELA

ARTICLE X  
NAME OF OFFICERS

Until and unless otherwise removed as set forth in the Corporation's By Laws, the Corporation's Officers shall be and remain as follows:

President: CAROLINA ITURRIAGA R.

ARTICLE XI  
CONTRIBUTION AND OWNERSHIP PERCENTAGES  
NON COMPETE AGREEMENT  
DISTRIBUTION OF DIVIDENDS

The persons listed below have made the following contributions to the corporation on or before September 11, 2015 and are therefore entitled to the indicated ownership percentages in the corporation:

Name: CAROLINA ITURRIAGA  
Amount : US \$ 660.00  
Type of Contribution : In Kind  
Participation percentage: 66%

Name : JULIO MARQUEZ  
Amount : US \$ 170.00  
Type of Contribution: In Kind  
Participation Percentage : 17%

Name: RICARDO ESTRADA  
Amount: US \$ 85.00  
Type of Contribution: In Kind  
Participation Percentage: 8.5%

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LEONORA OROPEZA (SHAREHOLDER)  
Amount: US \$ 85.00  
Type of Contribution: In Kind  
Participation Percentage: 8.5%

Any transfer of ownership of shares in the Corporation shall be subject to first being offered to existing shareholders, who shall have the right of first refusal.

The Shareholders of the Corporation shall be permitted to sell or transfer ownership of shares of the Corporation after one year has elapsed from the date of the registration of the Corporation. At and or after such time, the value of such shares shall be based on the profits of the corporation for the previous twelve month period immediately preceding the date of proposed sale or transfer of ownership.

Any interested shareholder wishing to acquire such shares shall have a maximum of ninety days (90) to complete the sale and transfer of ownership, dated from the date such shares are officially offered for sale or transfer, as reflected in the Corporate books and minutes of the Corporation.

If any Shareholder transfers ownership of his/her shares in the Corporation and is thereafter no longer associated with the Corporation, such shareholder expressly agrees that he/she will not engage in any business or commercial activity which directly or indirectly competes with or in any manner is substantially similar to or diminishes the standing or value of the Corporation for a period of five (5) years, commencing on such date as ownership of shares is duly acquired by another shareholder.

The Corporation shall distribute annually to the Shareholders a minimum of twenty five percent (25%) of the profits of the Corporation, at such specific time and manner as will be advised by the President of the Corporation.

ARTICLES XII  
INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and street address of the initial registered agent is:

Amparo Silva Pena  
12265 SW 99 St.  
Miami, Florida 33186

ARTICLES XIII  
INCORPORATOR

The name and street address of the incorporator to these Article of In corporation is

Amparo Silva Pena  
12265 SW 99 St  
Miami, Florida 33186

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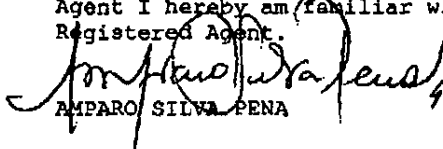
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IN WITNESS WHEREOF, The parties hereto have  
executed these Articles of Incorporation on the date above stated.

CAROLINA ITURRIAGA R.  
President

The undersigned incorporator has executed these Articles of Incorporation  
This 9<sup>th</sup> day of September, 2015; having been named Registered  
Agent I hereby am familiar with I accept the duties and responsibilities as  
Registered Agent.

  
AMPARO SILVA PENA

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