

P/6000098037

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

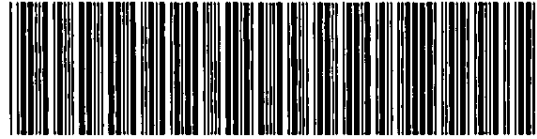
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



900293059779

12/12/16--01012--028 **70.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2016 DEC 12 PM 2:15

EFFECTIVE DATE 01/02/17

12/13/16

COVER LETTER

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

SUBJECT: ARAUJO ENTERPRISES CORPORATION
(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

<input checked="" type="checkbox"/> \$70.00	<input type="checkbox"/> \$78.75
Filing Fee	Filing Fee & Certificate of Status

<input type="checkbox"/> \$78.75	<input type="checkbox"/> \$87.50
Filing Fee & Certified Copy	Filing Fee, Certified Copy & Certificate of Status

ADDITIONAL COPY REQUIRED

JORGE NOLC

FROM: _____
Name (Printed or typed)

2561 NE 184 TERRACE

Address

N MIAMI BEACH, FLORIDA 33160

City, State & Zip

(786) 487-1291

Daytime Telephone number

jorgenolc@yahoo.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 ARAUJO ENTERPRISES CORPORATION

The undersigned, for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the statutes of the State of Florida, providing for the formation, rights, privileges, immunities and liabilities of incorporation for profit.

ARTICLE I - NAME

The name of the Corporation is:

ARAUJO ENTERPRISES CORPORATION

ARTICLE II - PURPOSE OF CORPORATION

The Corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida including Import and Export Activities.

ARTICLE III - PRINCIPAL OFFICE

The address of the principal office and mailing address of this corporation shall be:

210 174 STREET SUITE # 1110
SUNNY ISLES BEACH, FLORIDA 33160

ARTICLE IV - EFFECTIVE DATE

These Articles of the Incorporation shall be effective on January 02-2017 upon approval of the Secretary of State, State of Florida.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2016 DEC 12 PM 2:15

ARTICLE V - INITIAL DIRECTORS

The Board of Directors of the Corporation shall be:

GABRIEL ARAUJO
210 174 STREET # 1110
SUNNY ISLES BEACH, FLORIDA 33160

ARTICLE VI - INITIAL OFFICERS

The initial officers of the Corporation shall be:

President: GABRIEL ARAUJO
210 174 STREET # 1110
SUNNY ISLES BEACH, Florida 33160

Vice President &

Treasurer: GABRIEL ARAUJO
210 174 STREET # 1110
SUNNY ISLES BEACH, FL 33160

ARTICLE VII - INCORPORATOR

The name and street address of the incorporator of this Corporation is:

GABRIEL ARAUJO
210 174 STREET # 1110
SUNNY ISLES BEACH, FLORIDA 33160

ARTICLE VIII - CORPORATE CAPITALIZATION

8.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is **SEVEN THOUSAND FIVE HUNDRED (7,500)** shares of common stock, each share having the par value of **ONE DOLLAR (1.00)**.

8.2 All holders of shares of common stock shall be identical with each other in every respect and the holders of common shares shall be entitled to have unlimited voting rights on all shares and be

entitled to one vote for each share on all matters on which Shareholders have the right to vote.

8.3 All holders of shares of common stock, upon the dissolution of the Corporation, shall be entitled to receive the net assets of the Corporation.

8.4 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Directors may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Directors may deem advisable in connection with such issuance.

8.5 The Board of Directors of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

8.6 The Board of Directors of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Directors may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

ARTICLE IX - SUB-CHAPTER S CORPORATION

The Corporation may elect to be an S Corporation, as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended:

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

9.2 After this Corporation has elected to be an S Corporation, none of the shareholders of this

Corporation, without the written consent of all the shareholders of this Corporation shall take any action, or make any transfer or other disposition of the shareholders' shares of stock in the Corporation, which will result in the termination or revocation of such election to be an S Corporation, as provided in Sub-chapter S of the Internal Revenue Code of 1986, as amended.

9.3 Once the Corporation has elected to be an S Corporation each share of stock issued by this Corporation shall contain the following legend:

"The shares of stock represented by this certificate cannot be transferred if such transfer would void the election of the Corporation to be taxed under Sub-Chapter S of the Internal Revenue Code of 1986, as amended."

ARTICLE X - SHAREHOLDERS RESTRICTIVE AGREEMENT

All of the shares of stock of this Corporation may be subject to a Shareholders Restrictive Agreement containing numerous restrictions on the rights of shareholders of the Corporation and transferability of the shares of stock of the Corporation. A copy of the Shareholders Restrictive Agreement, if any, is on file at the principal office of the Corporation.

ARTICLE XI - POWERS OF CORPORATION

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

ARTICLE XII - TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE XIII - REGISTERED OWNER(S)

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.


ARTICLE XIV - REGISTERED AGENT

The name and address of the registered agent of this Corporation is:

Jorge Nolc

2561 NE 184th. Terrace - N. Miami Beach, Fl 33160

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity:



Signature of Registered Agent

Miami, 12/12/2016

ARTICLE XV - BY LAWS

The Board of Director(s) of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Director(s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

ARTICLE XVI - AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

IN WITNESS WHEREOF, The undersigned incorporator has made and subscribed these Articles of Incorporation under the laws of the State of Florida, for the foregoing uses and purposes.


GABRIEL ARAUJO
INCORPORATOR

Miami, 12/12/2016

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2016 DEC 12 PM 2:15