

P21000105194

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H21000463773 3)))



H21000463773ABC0

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850)617-6381

From:

Account Name : NELSON MULLINS RILEY & SCARBOROUGH LLP OF BOCA RATON
Account Number : 076376001555
Phone : (803)255-9617
Fax Number : (561)483-7321

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: kera.draetta@nelsonmullins.com

FLORIDA PROFIT/NON PROFIT CORPORATION

Barquin Food Enterprise Corp.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

2021 DEC 21 AM 9:21

2021 DEC 21 PM 2:55

2021 DEC 21 PM 2:55

Fax Audit Number: H210004637733

ARTICLES OF INCORPORATION OF BARQUIN FOOD ENTERPRISE CORP.

I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation under the Florida Business Corporation Act, Chapter 607, Florida Statutes, with the intent and for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I NAME, PRINCIPAL OFFICE & MAILING ADDRESS

The name of this Corporation shall be: BARQUIN FOOD ENTERPRISE CORP.
The initial principal business office and initial mailing address of this Corporation shall be: 9607 Hilltop Drive, New Port Richey, FL 34654.

ARTICLE II CORPORATE ACTIVITIES, PURPOSE & POWERS

This Corporation may engage in any activity or business permitted under the laws of the State of Florida. This Corporation shall have such authority and powers as may be necessary, proper, required, appropriate, incidental, advisable and/or convenient to perform and carry-out its activities and business and to accomplish its purpose.

ARTICLE III CAPITAL STOCK

The capital stock authorized, the par value thereof, and the characteristics of such capital stock for this Corporation are as follows:

NUMBER OF SHARES AUTHORIZED	PAR VALUE PER SHARE	CLASS OF STOCK
100	\$0.01	Voting Common

The consideration for all of said capital stock shall be payable in cash, property (real or personal, tangible or intangible) in lieu of cash, or labor and services in lieu of cash, at a just valuation to be fixed by the Board of Directors of this Corporation.

ARTICLE IV PERPETUAL EXISTENCE

This Corporation shall commence its existence immediately upon the filing of these Articles of Incorporation, and shall exist in perpetually thereafter, unless sooner dissolved according to its Bylaws and/or applicable law.

Fax Audit Number: H210004637733

Fax Audit Number: H210004637733

**ARTICLE V
REGISTERED OFFICE & REGISTERED AGENT**

The initial registered office of this Corporation is 9607 Hilltop Drive, New Port Richey, FL 34654. The initial registered agent at that address is Antonio J. Barquin.

**ARTICLE VI
INITIAL DIRECTORS**

The Corporation shall, initially, have three (3) directors. The name and address of the directors of the Corporation, who shall hold office for the first year or until their successors are duly appointed, selected, elected and qualified, shall be:

Antonio J. Barquin	9607 Hilltop Drive New Port Richey, FL 34654
--------------------	---

Hilda Barquin	9607 Hilltop Drive New Port Richey, FL 34654
---------------	---

Alexis Joy Barquin	9607 Hilltop Drive New Port Richey, FL 34654
--------------------	---

**ARTICLE VII
INCORPORATOR**

The name and address of the Incorporator is: Antonio J. Barquin, 9607 Hilltop Drive, New Port Richey, FL 34654.

**ARTICLE VIII
CONFLICTS WAIVED**

No contract, agreement, transaction or arrangement between this Corporation and any other person, and no act or decision of this Corporation, shall in any way be affected, nullified, limited or invalidated by the fact that any of the shareholders, directors or officers of this Corporation are pecuniarily or otherwise interested in, or are owners, directors or officers of, such other person. Any shareholder, director or officer individually, or any entity of which any shareholder, director or officer may be an owner, director or officer, may be a party to, or may be pecuniarily or otherwise interested in, any contract, agreement, transaction or arrangement of this Corporation.

Fax Audit Number: H210004637733

Fax Audit Number: H210004637733

ARTICLE IX LIMITED LIABILITY OF SHAREHOLDERS

The private property of the shareholders of this Corporation shall not be subject to payment of the corporate debts, liabilities or obligations to any extent or for any reason.

ARTICLE X INDEMNIFICATION; INSURANCE

This Corporation may indemnify, defend and insure its shareholders, directors and officers to the fullest extent permitted by applicable law.

ARTICLE XI WAIVER OF CERTAIN STATUTORY PROVISIONS

This Corporation expressly elects not to be governed by either Section 607.0901 or Section 607.0902 of the Florida Business Corporation Act, as each may be amended, supplemented, restated or modified from time to time, which sections relate to affiliated transactions and control-share acquisitions.

ARTICLE XII DIRECTOR & OFFICER IMMUNITY

To the maximum extent permitted by the Florida Business Corporation Act and/or other applicable law, or any subsequent provision of like tenor and import, the directors and officers of this Corporation shall not have personal liability to this Corporation or its shareholders for monetary damages for breach of fiduciary duty while serving as a director or officer of this Corporation. This provision shall limit and eliminate the liability of a director or officer of this Corporation to the maximum extent permitted, from time to time, by the Florida Business Corporation Act and/or other applicable law. Any repeal or modification of the foregoing protection (being permitted and provided by the shareholders of this Corporation) shall not adversely affect any right or protection of any director or officer of this Corporation existing at the time of such repeal or modification.

IN WITNESS WHEREOF, I, the undersigned, being the Incorporator hereinbefore named, for the purpose of forming a Corporation to do business both within and outside the State of Florida, under the laws of the State of Florida, make and file these Articles of Incorporation hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this December 17, 2021.



ANTONIO J. BARQUIN, Incorporator

Fax Audit Number: H210004637733

Fax Audit Number: H210004637733

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICES OF PROCESS WITHIN THIS STATE,
NAMING REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with the laws of the State of Florida, the following is submitted:


First – That, the name of this Corporation is “BARQUIN FOOD ENTERPRISE CORP.”

Second – That, this Corporation desiring to organize under the laws of the State of Florida, has designated 9607 Hilltop Drive, New Port Richey, FL 34654, as the initial registered address and place of business for the service of process within this state.

Third – That, this Corporation has appointed Antonio J. Barquin as its initial registered agent for the service of process within this state.

Having been named the statutory agent of the above Corporation at the place designated in this Certificate, I hereby accept the same and agree to act in this capacity as registered agent, and agree to comply with the provisions of Florida law relative to keeping the registered office open.

Dated as of this December 17, 2021.



Antonio J. Barquin, Registered Agent

2021 0-17-21 1:29:21

4877-6937-7799 v.1

Fax Audit Number: H210004637733