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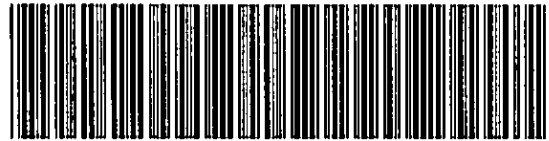
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

D. O'KEEFE

MAR 23 2022

COVER LETTER

Mail to:

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

SUBJECT: Rizos Felices, Inc.

(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for:

 \$70.00
Filing Fee

 \$78.75
Filing Fee &
Certificate of
Status

 X \$78.75
Filing Fee &
Certified Copy

 \$87.50
Filing Fee,
Certified Copy
& Certificate

Once these Articles have been approved, please send a certified copy to the following address:

IMS, LLC
Attn: Paul Solomon
622 SW 1st Dr
Pompano Beach, FL 33060

The contact phone number is 305-326-2283. Thank you for your assistance in this matter.

FROM: Paul Solomon
622 SW 1st Dr
Pompano Beach, FL 33060
305-326-2283

NOTE: Please provide the original and one copy of the Articles.

Articles of Incorporation

Rizos Felices, Inc.

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TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

Articles of Incorporation

Rizos Felices, Inc.

Florida For Profit Corporation

The undersigned hereby adopts the following articles of incorporation in Compliance Chapter 607, F.S., (For Profit)

Article 1 Name

The name of the corporation is *Rizos Felices, Inc.* (the "Corporation").

Article 2 Duration

The duration of the Corporation is perpetual.

Article 3 Registered Office and Registered Agent

The street address of the initial Registered Office is 622 SW 1st Dr, Pompano Beach, FL 33060. The name of the initial Registered Agent at this Registered Office is Paul Solomon.

Article 4 Street Address of the Principal Office

The principal street and mailing address is:

936 SW 1st Ave
Miami, FL 33130

Article 5 Initial Director

The initial board of directors will consist of one director (individually the "Director" and collectively the "Board of Directors"). The name and address of the person who will serve as Director until the first annual meeting of shareholders or until successors are elected and qualified is set out below:

Name:	Address:	City:	State:	Zip Code:
Juan Carlos Vanegas	936 SW 1 st Ave	Miami	FL	33130

Article 6 Authorized Capital

The aggregate total number of all shares that the Corporation is authorized to issue is 58,330.

Article 7 Class A Shares

The Corporation is authorized to issue a single class of shares. The total number of shares authorized is 58,330 Class A par value shares and the par value of each of the authorized Class A shares is \$10.00 US Dollars. This class of shares is entitled to receive the net assets of the Corporation on dissolution.

The Class A voting, cumulative shares will have the following rights and privileges attached to them and be subject to the following conditions and limitations:

- a. The holders of Class A shares will be entitled to receive, as and when declared by the Board of Directors out of the monies of the Corporation properly applicable to the payment of dividends, cumulative, cash dividends, at the rate to be set by the Board of Directors.
- b. The Class A shares may from time to time be issued as a class without series or, may from time to time be issued in one or more series. If the Class A shares are issued in one or more series the Board of Directors may from time to time, by resolution before issuance, fix the number of shares in each series, determine the designation, and fix the rights, privileges, restrictions, limitations, and conditions attaching to the shares of each series but always subject to the limitations set out in the Articles of Incorporation.
- c. The holders of Class A shares will be entitled to one vote for each Class A share held and will be entitled to receive notice of and to attend all meetings of the shareholders of the Corporation.
- d. In the event of liquidation, dissolution, or winding up of the Corporation, the Class A shareholders will be entitled to share equally, share for share, in the distribution of the assets of the Corporation.

Article 8 Restrictions on Transfer

No shares of stock in the Corporation will be transferred without the approval of the Board of Directors of the Corporation either by a resolution of the Board of Directors passed at a Board of Directors meeting or by an instrument or instruments in writing signed by all of the Board of Directors.

Article 9 Preemptive Rights

The shareholders of the Corporation have the preemptive right to purchase any new issue of stock in proportion to their current equity percentage. A shareholder may waive any preemptive right.

Article 10 Bylaws

The first bylaws of the Corporation shall be adopted by the Board of Directors and may be amended, altered, or repealed by the Board of Directors in the manner provided by the Articles of Incorporation.

Article 11 Amend or Repeal Bylaws

Bylaws may be adopted, amended, or repealed either by approval of the outstanding shares or by the approval of the Board of Directors. In adopting, amending, or repealing a bylaw the shareholders may expressly provide that the Board of Directors may not adopt, amend, or repeal that bylaw. The power of the Board of Directors is subordinate to the power of the shareholders to adopt, amend, or repeal bylaws.

Article 12 Amendments to Articles of Incorporation

These articles of incorporation may be amended in the manner provided by statute or in the following manner:

Every amendment shall be approved by the Board of Directors.

Article 13 Cumulative Voting

In an election of Directors, each shareholder's number of votes will be calculated by multiplying the number of voting shares they are entitled to cast by the number of Directors being elected. The shareholder may cast their total votes for a single Director or may distribute them among two or more Directors, as the shareholder sees fit.

Article 14 Fiscal Year End

The fiscal year end of the Corporation is January 1st.

Article 15 Indemnification of Officers, Directors, Employees and Agents

The Board of Directors, officers, employees, and agents of the Corporation will be indemnified and held harmless by the Corporation and its shareholders from and against any and all claims of any nature, whatsoever, arising out of the individual's participation in the affairs of the Corporation. The Board of Directors, officers, employees, and agents of the Corporation will not be entitled to indemnification under this section for liability arising out of gross negligence or willful misconduct of the individual or the breach by the individual of any provisions of this Agreement.

Article 16 Limitation of Liability

The Board of Directors and officers of the Corporation will not be personally liable to the Corporation or its shareholders for any mistake or error in judgment or for any act or omission believed in good faith to be within the scope of authority conferred or implied by the Articles of Incorporation or by the Corporation. The Board of Directors and officers will be liable for any expenses or damages incurred by the Corporation or its shareholders resulting from any and all acts or omissions involving fraud or intentional wrongdoing.

Article 17 Effective Date of Filing

This document will become effective on the date of filing.


Article 18 Consent of Appointment by Registered Agent

Having been named as Registered Agent to accept service of process for the above-named corporation at the place designated in this Article of Incorporation, I am familiar with and accept the obligations of the appointment as Registered Agent and agree to act in this capacity.

Consenting Agent's Signature:

Printed Name:

Date:


Paul Salomon
2/24/22

Article 19 Incorporators

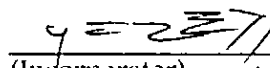
The names and addresses of the incorporators of *Rizos Felices, Inc.* are set out below.

Name:	Address:	City:	State:	Zip Code:
Jhon Fredy Vanegas	936 SW 1 st Ave	Miami	FL	33130
Juan Carlos Vanegas	936 SW 1 st Ave	Miami	FL	33130
Natalia Arredondo	936 SW 1 st Ave	Miami	FL	33130

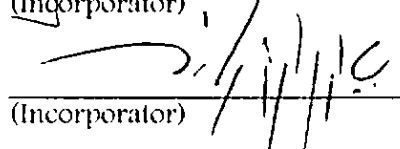
Article 20 Execution

I, the undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, do make, file and record this document, and do certify that the facts stated in this document are true, and I have accordingly set my hand to this document this 10th day of February, A.D. 2022.

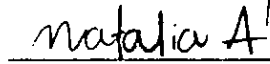
BY:



(Incorporator)



(Incorporator)



(Incorporator)

Article 21 Filer Contact Information

In case of filing difficulties, please contact:

Name of Filer: Paul Solomon

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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