

P230000074677

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

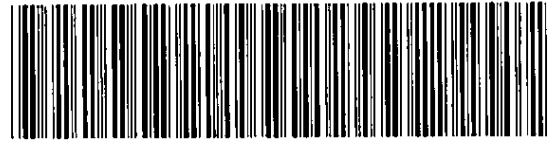
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



700415974217

09/21/23--01019--004 **78.75

1211

2023 SEP 21 10:11:22

COVER LETTER

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

SUBJECT: ZOLUTTO INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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

☐ \$70.00 ☒ \$78.75
Filing Fee Filing Fee
 & Certificate of Status

☐ \$78.75 ☐ \$87.50
Filing Fee Filing Fee,
& Certified Copy Certified Copy
 & Certificate of
 Status

ADDITIONAL COPY REQUIRED

FROM: FELIX R. CARRILLO, ESQ.
Name (Printed or typed)
1313 PONCE DE LEON BLVD., SUITE 300
Address
CORAL GABLES, FLORIDA 33134
City, State & Zip
305-460-6001
Daytime Telephone number
INFO@CARRILLOLAWYERS.COM
E-mail address: (to be used for future annual report notification)

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

2023 SE. 21 11:11

ARTICLES OF INCORPORATION OF ZOLUTTO INC.

The undersigned, acting as the sole incorporator of ZOLUTTO INC., under Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

Article I. Name, Place of Business and Mailing Address

The name of the corporation shall be ZOLUTTO INC., and its principal place of business as well as the mailing address shall be 1313 Ponce de Leon Boulevard, Suite 300, Coral Gables, Florida 33134.

Article II. Duration

The duration of the corporation is perpetual.

Article III. General Purposes-Nature of Business

The purpose of the corporation includes the transaction of any or all lawful acts or activities permitted under the laws of the United States, the state of Florida or any state, country territory or nation, which corporation may be organized under Chapter 607 of the Florida Statutes.

Article IV. Shares

The aggregate number of shares which the corporation shall have authority to issue is One Thousand (1,000.00), consisting of a single class of common stock, Ten dollars (\$10.00) par value per share.

Preemptive Rights Granted

Each shareholder of the corporation shall be entitled to full preemptive rights to acquire his or her proportional part of any unissued or treasury shares of the corporation and any securities of

2023 SE, 21
11/11/23

the corporation convertible into or carrying a right to subscribe to or acquire any unissued or treasury shares, which may be issued at any time by the corporation.

Article V. Initial Registered Office and Agent

The address of the initial registered office of the corporation is 1313 Ponce de Leon Boulevard, Suite 300, Coral Gables, Florida 33134, and the initial registered agent at such address is Felix R. Carrillo.

Article VI. Initial Board of Directors

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitations set forth in these Articles of Incorporation. The number of directors constituting the initial board of directors of the corporation is five (5). The number of directors may be increased or decreased from time to time pursuant to the provisions of the bylaws of the corporation, but in no event shall the number of directors be less than one. The name(s) and address(es) of the person(s) who is (are) to serve as the initial director(s) until the first annual meeting of the shareholders of the corporation or until such successor directors are elected and shall qualify are as follows:

Luis R. Fernandez Torres
Vladimir F. Golik
Luis A. Badillo
Carlos A. Erazo
Felix R. Carrillo

Article VII. Officers

The Officers of the corporation shall be a President, Vice-President, Secretary, Treasurer and such other officers as may be elected by the Board of Directors from time to time. Two or

2022 SEP 1 11:22

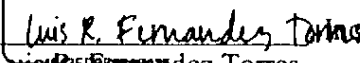
more offices may be held by the same person, except that the same person cannot be President and Secretary simultaneously. The officers shall be elected in accordance with the By-Laws of the Corporation. The names of the initial officers are:

President	Luis R. Fernandez Torres
Vice-President	Vladimir F. Golik
Secretary	Luis A. Badilla
Treasurer	Luis R. Fernandez Torres

Article VIII. Incorporator

The name(s) and address(es) of the sole incorporator of the corporation is Luis R. Fernandez Torres.

In witness whereof, these articles have been signed by the undersigned Incorporator (s) this 5th day of October, 2023.

DocuSigned by:

Luis R. Fernandez Torres, Incorporator
Luis R. Fernandez Torres

Acceptance of Appointment by Initial Registered Agent

The undersigned, an individual resident of the state of Florida, having been named in Article V of the foregoing Articles of Incorporation as initial registered agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that he is familiar with, and hereby accepts, the obligations set forth in Section 607.325, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to him as registered agent of the corporation.

Dated this 5th day of October, 2023.

DocuSigned by:
Felix R. Carrillo, Registered Agent
Felix R. Carrillo, Esq.