

P. 95000000247

12-30-94

CARLOS TRIAY  
Requester's Name  
999 PONCE DE LEON BLVD. #1110  
Address  
CORAL GABLES FL 33134  
City State ZIP Phone

VALIDATION ONLY

FILED  
95 JAN -3 PM 2:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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\*\*\*\*122.50 \*\*\*\*122.50

CORPORATION(S) NAME

TYPHOON ENTERPRISES INC.

RECEIVED  
95 JAN -3 AM 10:59  
DIVISION OF CORPORATION

REMIFFRE Toll Free: 1-800-432-3028

- |  |  |   |
|--|--|---|
| <input checked="" type="checkbox"/> Profit         | <input type="checkbox"/> Amendment       | <input type="checkbox"/> Merger                     |
| <input type="checkbox"/> NonProfit                 | <input type="checkbox"/> Dissolution     | <input type="checkbox"/> Mark                       |
| <input type="checkbox"/> Foreign                   | <input type="checkbox"/> Annual Report   | <input type="checkbox"/> Other                      |
| <input type="checkbox"/> Limited Partnership       | <input type="checkbox"/> Reservation     | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reinstatement             | <input type="checkbox"/> Photo Copies    | <input type="checkbox"/> Certificate Under Seal     |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem            |
| <input type="checkbox"/> Call When Ready           | <input type="checkbox"/> After 4:30      | <input type="checkbox"/> Mail Out                   |
| <input checked="" type="checkbox"/> Walk In        | <input type="checkbox"/> Will Wait       | <input checked="" type="checkbox"/> Pick Up         |

H. SIMS JAN 3 1995

CERTIFIED COPY

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

ARTICLES OF INCORPORATION  
OF  
TYPHOON ENTERPRISES, INC.

The undersigned, acting as incorporators of a Corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation for such Corporation:

1. The name of the Corporation is:

TYPHOON ENTERPRISES, INC.

2. The period of duration of the Corporation is perpetual.

3. The Corporation is created for the purpose of engaging in any and all things allowed and permitted to be done under the statutes of the State of Florida, and to do any and all of the things hereinafter mentioned as fully and to the same extent as natural persons might or could do, to wit:

(a) Generally, to make and perform contract of any kind and description, and for the purpose of attaining any of the objects of the Corporation, to do and perform any other acts or things, and to exercise any and all powers which a co-partnership or natural person could do and exercise and which are now, or hereafter may be authorized by law, and generally do and perform any and all things necessary or incidental to the performing or carrying out of the powers hereinabove specifically delegated or implied.

4. AUTHORIZED SHARES:

NUMBER. The aggregate number of shares that the Corporation shall have the authority to issue is **SEVEN THOUSAND FIVE HUNDRED (7,500) SHARES** of Capital Stock with a par value of **One Dollar (\$1.00) per share.**

INITIAL ISSUE. One Hundred (100) shares of the Capital Stock of the Corporation shall be issued for cash at a par value of One Dollar (\$1.00) per share.

DIVIDENDS. The Holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Shareholders, dividends payable either in cash, in property, or in shares of the capital stock of the Corporation.

5. The initial street address in Florida of the Initial Principal Office of the Corporation is:

10540 N.W. 26 Street #G205  
Miami, Florida 33172

The name of the initial registered agent is:

CARLOS A. TRIAY

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CLERK OF DISTRICT COURT  
MIAMI, FLORIDA

Whose registered office is located at:

999 Ponce de Leon Blvd.  
Suite 1110  
Coral Gables, Florida 33134

The undersigned agrees to act as the registered agent for the Corporation for service of process pursuant to applicable Florida Statutes.

  
CARLOS A. TRIAY

6. The corporation shall have no directors. The business of the corporation shall be managed by the stockholders of the corporation in accordance with the Florida Statutes.

7. INITIAL OFFICERS: The Initial Officers of the Corporation are:

PRESIDENT: PEDRO ARTURO TORRES  
10540 N.W. 26 Street #G205  
Miami, Florida 33172

VICE-PRESIDENT, SECRETARY, TREASURER:

LUIS HERRERA  
10540 N.W. 26 Street #G205  
Miami, Florida 33172


8. The names and addresses of the Initial Incorporators and subscribers are as follows:

CARLOS A. TRIAY  
999 Ponce de Leon Blvd.  
Suite 1110  
Coral Gables, Florida 33134

9. The stockholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a stockholders meeting, with not less than a unanimous vote of the common stock.

10. The stockholders shall at the first meeting called for that purpose, adopt By-Laws not inconsistent with these Articles and which shall be for the government of the Corporation and subordinate to these Articles of Incorporation and the laws of the State of Florida and the United States.

IN WITNESS WHEREOF, THE UNDERSIGNED has made and subscribed to these Articles of Incorporation at Coral Gables, Florida, on the 29 day of December, 1994.

  
CARLOS A. TRIAY

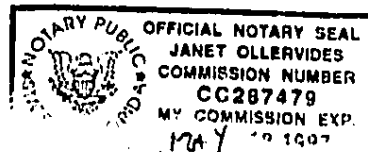
STATE OF FLORIDA  
COUNTY OF DADE

BEFORE ME, the undersigned authority, appeared CARLOS A. TRIAY, who is (are) to me known to be the person(s) described in and who subscribed to the above Articles of Incorporation, and (s)he did freely and voluntarily acknowledge before me according to law that (s)he made and subscribed the same for the purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I (we) have hereunto set my (our) hands and my (our) official seal(s) at Coral Gables, Florida, in the said County and State, this 29th day of DECEMBER, 1994.

  
NOTARY PUBLIC

My commission expires:



**CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

In pursuance of Chapter 607.34 Florida Statutes, the following  
is submitted, in compliance with said Act:

First-That, **TYPHOON ENTERPRISES, INC.**, desiring to organize  
under the laws of the State of Florida with its principal office,  
as indicated in the articles of incorporation at City of Miami,  
County of Dade, State of Florida, has named **CARLOS A. TRIAY**,  
located at 999 Ponce de Leon Blvd., Suite 1110, City of Coral  
Gables, County of Dade, State of Florida, as its agent to accept  
service of process within this state.

**ACKNOWLEDGEMENT**

(Must be signed by designated agent)

Having been named to accept service of process for the above  
stated corporation, at place designated in this certificate. I  
hereby accept to act in this capacity, and agree to comply with the  
provision of said Act relative to keeping open said office.

By: 

Signature of Registered Agent

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95 JAN -3 PM 2:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

95 APR 14 PM 12:50

RAPOPORT & TRIAY

PROFESSIONAL ASSOCIATION

ATTORNEYS AT LAW

SUITE 1110

999 PONCE DE LEON BOULEVARD  
CORAL GABLES, FLORIDA 33104

100001457281

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\*\*\*\*\*87.50 \*\*\*\*\*87.50

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. \_\_\_\_\_  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

☐ Walk in ☐ Pick up time \_\_\_\_\_

☐ Certified Copy

☐ Mail out ☐ Will wait ☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

amended  
on  
4-18

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

95 APR 14 PM 12:50

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF**

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**TYPHOON ENTERPRISES, INC.**  
**(present name)**

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Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

**FIRST:** Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

At a special meeting of Shareholders of the Corporation held on February 8, 1995, the following changes were approved by 100% of the Shareholders:

**NEW OFFICERS ELECTED:**

ENRIQUE FERREIRO.....PRESIDENT and SECRETARY  
999 Ponce de Leon Blvd. #1110  
Coral Gables, Florida 33134

CARLOS A. TRIAY.....VICE-PRESIDENT and TREASURER  
999 Ponce de Leon blvd. #1110  
Coral Gables, Florida 33134

The following officers resigned:

PEDRO ARTURO TORRES.....President  
LUIS HERRERA.....Vice-President and Treasurer

**SECOND:** If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

N/A

THIRD: The date of each amendment's adoption: February 8, 1995 .

FOURTH: Adoption of Amendment(s) (CHECK ONE)

☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by \_\_\_\_\_ voting group."

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 12 of April, 19 95.

Signature  CARLOS A. TRIAY, VICE-PRESIDENT  
and TREASURER  
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholder)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

\_\_\_\_\_  
Typed or printed name

\_\_\_\_\_  
Title