# TERESA ROMAN FILINGS, INC. (Requestor's Name)

2805 LITTLE DEAL ROAD

CR2E031(10/92)

(Address)

(City, State, Zip)

TALLAHASSEE, FLORIDA 32308

(904) 385-6735

(Phone #)

OFFICE USE ONLY

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NEW FILINGS	AMENDMENTS
4 Profit	Amendment
NonProfit	Resignation of R.A., Officer/Director
Limited Liability	Change of Registered Agent
Domestication	Dissolution/Withdrawal
Other	Merger  REGISTRATION/
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OTHER FILINGS	REGISTRATION/ QUALIFICATION
Annual Report	Foreign
Fictitious Name	Limited Partnership
Name Reservation	Reinstatement
	Trademark Examiner's Initials
	Other

## ARTICLES OF INCORPORATION

OF

# SeG TRADING, INC.



- I, the undersigned, hereby make, subscribe and acknowledge these Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.
- 1. The name of the corporation shall be SeG TRADING, INC. and its existence shall be perpetual.
- 2. The general nature of the business to be transacted shall be to invest in property of any kind, to import and/or export property of any kind, operate businesses, borrow or lend money on general credit mortgages, and to transact any lawful business for which corporations may be incorporated under the laws of the State of Florida and to have all other powers provided by the laws of the State of Florida.
- 3. The capital stock of the corporation shall consist of one hundred (100) shares of One (\$1.00) Dollar par value.
- 4. The principal office of the corporation shall be 1707 N.W. 79th Avenue, Miami, Florida 33126.
- 5. The amount of capital with which the corporation shall begin business is ONE HUNDRED (\$100.00) Dollars.
- 6. The number of the directors shall be at least one (1) and the name and post office address of the first Board of Directors and Officers are:

**NAME** 

**OFFICE** 

POST OFFICE ADDRESS

Simon Gil

Dir/Pre/Sec/Tres

1707 NW 79th Avenue Miami, Florida 33126

Document Prepared by:

H. Jeffrey Cutler, Esq. 241 Sevilla Avenue Ste. 805 Coral Gables, Florida 305/446-0100 Fla. Bar No.: 350230 7. The name and post office address of the sole subscriber to this Certificate of Incorporation, the number of shares he agrees to take and the consideration thereof, the proceeds of which will amount to at least One Hundred (\$100.00) Dollars is as follows:

**NAME** 

NO. OF SHARES

CONSIDERATION

H. Jeffrey Cutler, Esq. 241 Sevilla Avenue Suite 805 Coral Gables, FL 33134 100 \$100.00

8. The corporation designates H. JEFFREY CUTLER, ESQ. of 241 Sevilla Avenue, Suite 805, Coral Gables, Florida 33134 as its Registered Resident Agent, to accept service of process within this state.

IN WITNESS WHEREOF, the undersigned hereby subscribes to these Articles of Incorporation at Miami, Dade County, Florida this 3rd day of January, 1995.

JEFFREY CUTLER, ESQ.

#### CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act.

First, that SeG TRADING, INC., desiring to organize under the laws of the State of Florida with its principal offices as indicated in the Articles of Incorporation at Coral Gables, County of Dade, State of Florida, has named H. Jeffrey Cutler, Esq., located at 241 Sevilla Avenue, Suite 805, Coral Gables, Florida 33134 as Registered Resident Agent to accept Service of Process within this State.

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

H. JEFFREY CYTLER, ESQ. (Registered Resident Agent)

STATE OF FLORIDA )

COUNTY OF DADE )

BEFORE ME, the undersigned authority, this 3rd day of January, 1995, personally appeared, H. JEFFREY CUTLER, ESQ., sole subscriber, to me known to be the person described in and who executed the foregoing Articles of Incorporation, who acknowledged before me that he subscribed thereto and did so for the purpose and uses therein mentioned and said H. JEFFREY CUTLER, ESQ. consented to his appointment as Registered Resident Agent of the corporation to accept service of process within this State and did take an oath.

NOTARY PUBLIC, State of Florida

My Commission Expires:

MY COMMISSION # CC379723 EXPIRES
June 6, 1996

# P9500000000496

LAW OFFICES

241 SEVILLA AVENUE • SUITE 805

CORAL GABLES, FLORIDA 33134

H. JEFFREY CUTLER LUIS F. DE LA CRUZ, JR.

TELEPHONE (305) 446-0100 TELECOPIER (305) 445-7750

OF COUNSELL A, BUDD CUTLER ROGER S, KOBERT M, FRANKLYN ROMAN ROSE J, SPANO ALBERT D, VIENER

July 25, 1995

Secretary of State Division of Corporation P.O. Box 6327 Tallahassee, FL 32314

800001550108 -08/01/95--01027--006 \*\*\*\*\*\*55.00 \*\*\*\*\*85.00

Re: Seg Trading, Inc.

Dear Gentlemen:

Enclosed is an original and copy of the Articles of Dissolution of Seg Trading, Inc., and a check in the amount of \$35.00, representing your fee for same. Also, I enclose a self-addressed stamped envelope for the return of the stamped copy of the Articles of Dissolution and your acknowledgment letter.

Should you have any questions or comments, please feel free to contact the undersigned.

Sincerely,

I. JEFFREY CUTLER

HJC/av Encls.

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### ARTICLES OF DISSOLUTION

**OF** 

FILED

95 JUL 31 AH II: 39

SECRETARY OF STATE
ALLAHASSEE FLOOLE

SEG TRADING, INC.

(EFFECTIVE DATE: JUNE 30th, 1995)

Pursuant to Section 607.267 of the General Corporation Act of Florida, the undersigned Corporation adopts these Articles of Dissolution, TO BE MADE EFFECTIVE JUNE 30th, 1995.

#### ARTICLE ONE

NAME

The name of the Corporation is SEG TRADING, INC.

#### **ARTICLE TWO**

#### **OFFICERS**

The names and addresses of the Officers of the Corporation are as follows:

Simon Gil Pres/Sec/Tres 3065 NW 82nd Ave, Miami, Fl. 33122

#### ARTICLE THREE

#### **DIRECTORS**

The names and addresses of the Directors of the Corporation are as follows:

Simon Gil same as above

#### ARTICLE FOUR

#### LIABILITIES

All liabilities and obligation of the Corporation have been paid, discharged, or adequately provided for otherwise.

#### **ARTICLE FIVE**

#### **DISTRIBUTION OF ASSETS**

All remaining assets have been distributed to the shareholders according to their rights and interests through the formation of a liquidation trust to hold the assets of the Corporation upon dissolution for the benefit of the shareholders.

#### ARTICLE SIX

#### **ACTIONS**

No actions are pending against the Corporation.

#### ARTICLE SEVEN

#### **ELECTION TO DISSOLVE**

The shareholders have elected by unanimous consent that the Corporation be dissolved, EFFECTIVE JUNE 30TH, 1995.

Signed on <u>6 30/95</u>

SEG TRADING INC

 $\mathbf{R}\mathbf{V}$ 

SIMON GIL - Director/President