

1. P9500000 3562

1/12/95

ROSENOW MANFRED

Requestor's Name

2425 Coral Way

Address

Miami FL 33145

City

State

ZIP

Phone

1E7871A

VALIDATION ONLY

FILED
JAN 13 PM 12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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CORPORATION(S) NAME

Tema ROSAZUL, Inc.



EMPIRE

Toll Free: 1-800-432-3028

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

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

CERTIFIED COPY

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ARTICLES OF INCORPORATION
OF
TEMA ROSAZUL, INC.

ARTICLE I.

NAME

The Name of the Corporation is Tema Rosazul, Inc.

ARTICLE II.

TERM OF CORPORATE EXISTENCE

The Corporation shall exist perpetually unless dissolved according to law and such existence shall commence at the time the filing of these Articles of Incorporation by the Department of State.

ARTICLE III.

PERMITTED ACTIVITY

The Corporation shall engage in any activity of business permitted under the laws of the United States and of the State of Florida. The Corporation shall not participate or engage in the practice of law.

Manfred Rosenow, Esq.
2425 Coral Way
Miami, Florida 33145
Fla. Bar No. 0831638

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TALLAHASSEE, FLORIDA

ARTICLE IV.

AUTHORIZED SHARES

The aggregate number of shares which the Corporation shall have authority to issue shall be One Hundred (100) of voting common stock with \$1.00 par value per share.

ARTICLE V.

PREEMPTIVE RIGHTS DENIED

No holder of any shares of the Corporation shall have any preemptive right to purchase, subscribe for or otherwise acquire any shares of the Corporation of any class now or hereafter authorized, or any securities, exchangeable for or convertible into such shares, or any warrants or any instruments evidencing rights or options to subscribe for, purchase, or otherwise acquire such shares.

ARTICLE VI.

PRINCIPAL OFFICE

The address of the principal office of the Corporation is 2103 Alhambra Cir., Coral Gables, Florida 33134

ARTICLE VII.

REGISTERED OFFICE AND AGENT

The initial registered office of the Corporation is 2425 Coral Way, Miami, Florida 33145. The initial registered agent at that address is LAW FIRM OF MANFRED ROSENOW, P.A.

ARTICLE VIII.

DIRECTORS AND OFFICERS

The business of the Corporation shall be managed by a Board of Directors consisting of not fewer than one person, the exact number to be determined from time to time in accordance with the By-Laws.

The name and address of the first board of directors and officers who shall serve until the first annual meeting of shareholders or until their successors are elected and qualified shall be:

<u>NAME</u>	<u>OFFICE</u>
Manfred Rosenow 2425 Coral Way Miami, Florida 33145	President
Teresa Rosenow 601 S.W. 57 Ave. # B Miami, Florida 33144	Vice President
Zulima Rosenow 601 S.W. 57 Ave. # B Miami, Florida 33144	Secretary
Rosalie Rosenow 601 S.W. 57 Ave. # B Miami, Florida 33144	Treasurer

ARTICLE IX.

INCORPORATOR

The name and address of the incorporator is: Manfred Rosenow, Esq., 2425 Coral Way, Miami, Florida 33145.

ARTICLE X.

INDEMNIFICATION

The Corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director to the full extent now or hereafter permitted by law.

IN WITNESS WHEREOF, the undersigned, being the original incorporator of the Corporation, has executed these Articles of Incorporation this 11th day of January, 1995.

LAW FIRM OF MANFRED ROSENOW, P.A.

By: 

MANFRED ROSENOW

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT IN THE STATE OF FLORIDA.

1. THE NAME OF THE CORPORATION IS:

TEMA ROSAZUL, INC.

2. THE NAME AND ADDRESS OF THE REGISTERED AGENT IS:

LAW FIRM OF MANFRED ROSENOW, P.A.
2425 Coral Way
Miami, Florida 33145

SIGNATURE

MANFRED ROSENOW

TITLE:

INCORPORATOR

DATE:

January 11, 1995

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT OF REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

MANFRED ROSENOW

DATE:

January 11, 1995

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1995 JAN 13 PM 12:35
SECRETARY OF STATE
TALLAHASSEE FLORIDA