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FLORIDA DIVISION OF CORPORATIONS

PUBLIC ACCESS SYSTEM

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TO: DIVISION OF CORPORATIONS

FROM: FAG-T CORP. AGENTS, INC.

DEPARTMENT OF STATE

8405 NW 33RD ST

STATE OF FLORIDA

SUITE C-100

409 EAST GAINES STREET

MIAMI FL 33166-02-

TALLAHASSEE, FL 32399

CONTACT: LIDIA FERNANDEZ

FAX: (904) 922-4000

PHONE: (305) 599-0839

FAX: (305) 592-9591

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: CITY TRAVEL, INC.

FAX AUDIT NUMBER: H95000000884

CURRENT STATUS: REQUESTED

DATE REQUESTED: 01/23/1995

TIME REQUESTED: 13:47:00

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ARTICLES
OF INCORPORATION OF
CITY TRAVEL, INC.

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We, the undersigned, hereby associate together for the purpose of becoming a corporation under the Laws of the State of Florida, by and under the provision of the Laws of said State providing for the information, liabilities, rights, privileges and immunities of a corporation for profit.-----

ARTICLE I
NAME, ADDRESS AND AGENT

The name of this corporation shall be: CITY TRAVEL, INC. ---
INC. here and after referred to as the corporation). Its
Principal office shall be located at: 7155 S.W. 117 AVENUE---
MIAMI, FL. 33183 its registered agent shall be :
GLORIA ECHEVERRI

ARTICLE II
NATURE OF BUSINESS

Section 1. The general nature of the business and objects and purposes to be transacted, promote and carried on are to do any and all things hereinafter mentioned, as fully and to the same extent as natural persons might of could, viz -----
A-. To carry on business in the United States of North America or any foreign Country or Countries, to buy, sell, export, lease, sub-lease, hold, procure, transport, manufacture, acquire and deal generally, both wholesale and retail, in goods and services of all type, both as principal, and agent, in any part of the world.

ARTICLE III
CAPITAL STOCK

The capital stock of the Corporation upon commencing business operations shall consist of ONE HUNDRED (100) Shares of \$ 10.00 dollars per value for incorporation purposes, each share

Prepared by: Gloria Echeverri
7155 S.W. 117th Avenue
Miami, FL 33183
(305) 387-4781

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will have a nominal value set at TEN DOLLARS (\$10.00) per share as consideration. Said shares of common stock to have \$10.00 as per value, all shares to be issued fully paid and non assessable, The capital stock of this Corporation may be paid in lawfull money of the U.S.A. in property, labor or services at a fair and just valuation to be fixed by the stockholder or by the Board of directors. Determination of just value fixed by the Board of Directors is to be conclusive proof of said value.

ARTICLE IV
INITIAL CAPITAL

The amount of capital with which the Corporation shall begin business shall be not less than ONE THOUSAND DOLLARS (1000.00)

ARTICLE V
TERM OF EXISTENCE

The Corporation shall have perpetual existence. - - - - -

ARTICLE VI
BOARD OF DIRECTORS

The Board of Directors shall consist or not less than (2) Persons.

ARTICLE VII
INITIAL DIRECTORS AND OFFICERS

The name and addresses of the first Board of Directors who subject to the provisions of these articles of Incorporation, the By-Laws and the act of the Legislature approved June 1, 1925, and the acts amendatory thereto, shall hold office for the first year of the corporation's existence, or until their successors are elected and shall have qualified are the following. - - - - -

NAME	ADDRESS	TITLE
GLORIA ECHEVERRI	7081 S.W. 144 CT. MIAMI, FL. 33183	PRESIDENT
ENRIQUE CORREA	1655 JAMES AVE. APT 546 MIAMI BEACH. FL. 33119	VICE-PRESIDENT SECRETARY

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ARTICLE VIII
SUBSCRIBERS

NAME	TITLE	SHARES
GLORIA ECHEVERRI	PRESIDENT	-50%-
ENRIQUE CORREA	VICE-PRESIDENT SECRETARY	-50%-

ARTICLE IX
BY-LAWS

The regulation of the business and the conduct of the affair of the corporation and the provision creating and limiting the power of the corporation, the directors and the stockholders or any class of stockholders of the corporation, shall be controlled by the By-Laws which shall be adopted by stockholders of the corporation as soon as practicable after the corporation shall be formed which said By-Laws may from time to time and whenever be necessary by amended by the Board of Directors of the Corporation

IN WITNESS WHEREOF, The undersigned have made and signed these of incorporation at Miami, Florida County of Dade. - - - - -

WITNESS;


GLORIA ECHEVERRI
PRESIDENT


ENRIQUE CORREA
VICE-PRESIDENT
SECRETARY

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01/23/95 15:26 FAS-T CORPORATE AGENTS

(305) 592-9591

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STATE OF FLORIDA)
COUNTY OF DADE) S.S.

I, HEREBY CERTIFY that on this day JANUARY 19, 1995 before me personally appeared the undersigned authority: GLORIA ECHEVERRI AS PRESIDENT, AND ENRIQUE CORREA AS VICE-PRESIDENT, SECRETARY respectively to me well known to be the persons and subscriber and who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal, at Miami, County of Dade, State of Florida.


YOLANDA JARAMILLO



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**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 State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1.- The name of the corporation is:

CITY TRAVEL, INC.

2.- The name and address of the registered agent and office is:

GLORIA ECHEVERRY
7155 S.W. 117 AVENUE
MIAMI, FL. 33183

Signature:

Gloria Echeverri
GLORIA ECHEVERRY
President

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 AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPERT AND COMPLETE PERFORMANCE OF MY DUTIES AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Gloria Echeverri
GLORIA ECHEVERRY
Registered Agent

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LAZARUS CORPORATE INDUSTRIES, INC.

Requestor's Name

890 S.W. 87 AVENUE, SUITE: 16

Address

MIAMI, FLORIDA 33174 (305)552-5973

City/State/Zip

Phone #

LOCAL REPRESENTATIVE TALLAHASSEE

100002233711--6

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*****35.00 *****35.00

Office Use Only

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

1. P 95000005776
(Corporation Name) (Document #)
2. _____
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(Corporation Name) (Document #)

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☐ 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 checked="" 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

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TALLAHASSEE FLORIDA

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DIVISION OF CORPORATION

7/9
[Signature]
Amendment

Examiner's Initials

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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CITY TRAVEL, INC.
(present name)

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)

the new registered Agent will now be:
FRANCIS Gallo 11544 S.W. 127ct. Miami, Fl. 33186

Article VIII

The shares will now be held:

50% FRANCIS Gallo

50% Rogelio Perez

Article VII

The directors will now be

	<u>ADDRESS</u>	<u>TITLE</u>
FRANCIS Gallo	11544 S.W. 127ct. Miami, Fl. 33186	PRESIDENT/SECRETARY
Rogelio Perez	11544 S.W. 127ct Miami, Fl. 33186	VICE-PRESIDENT/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:

THIRD: The date of each amendment's adoption: 6/23/97

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 of _____, 19____.

Signature X Gloria Echeverri
(By the Chairman or Vice Chairman of the Board of Directors,
President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Gloria Echeverri

Typed or printed name

President before this change
Title

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY.

FRANCIS GALLO
Francis Gallo

DATE

6.23-97

NOTE: The date of each amendment's adoption: _____

NOTE: 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 of _____, 19____.

Signature *Enrique Correa*
(By the Chairman or Vice Chairman of the Board of Directors,
President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

ENRIQUE CORREA

Typed or printed name

VICE President before this change.
Title

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY.

6/23/97
DATE