

19500005914

State of Florida  
Department of State  
Corporate Division  
The Capital  
Tallahassee, Fla. 32301

Re.: LATINOS SALSA, INC., A FLORIDA CORPORATION

Gentlemen:

Enclosed is an original and one copy of the Articles of Incorporation for the above corporation. Please file the original in your offices and certify and return to us one certified copy.

We are enclosing our check in the amount of \$122.50.

\$35.00 Filing Fee  
35.00 Certificate designation  
registered agent  
52.50 Certified copy

\$122.50

Kindly give this matter your attention.

300001385143  
01/20/95-01045-001  
\*\*\*\$122.50 \*\*\*\$122.50

Very truly yours,

*Ernesto Pozo*

ERNESTO G. POZO  
LATINOS SALSA, INC.

REC'D  
TALLAHASSEE, FLORIDA

95 JAN 19 AM 8:19

FILED

SPG  
1/15/95  
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\* ARTICLES OF INCORPORATION  
OF  
LATINOS SALSA, INC.

ARTICLE I - NAME

The name of this corporation is LATINOS SALSA, INC.  
with a principal office and mailing address of 502 Bahia Circle,  
Ocala, Florida 34472.

SECRET  
TALLAHASSEE, FLA. 32304  
JULY 19 1986  
FILED  
CLERK OF THE CIRCUIT COURT  
TALLAHASSEE, FLA.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of this Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statues, as now exists or may after be amended.

ARTICLE IV - AUTHORITY OF DIRECTORS

The board, subject to any specific written limitations or restrictions imposed by the law or by these Articles of Incorporation (articles), shall direct the carrying out of the purposes and exercise the powers of the corporation without previous authorization or subsequent approval by the shareholders of the corporation.

## ARTICLE V - CAPITAL STOCK

V-1 STOCK CERTIFICATES. Certificates of stock shall be signed by the President or the Vice President, jointly with the Secretary, and the seal of the corporation shall be impressed thereon.

### V-2 NUMBER OF AUTHORIZED SHARES.

There must be two classes of common stock:voting and non voting.

The aggregate number of shares that the corporation shall have the authority to issue is 5,000 shares, with \$1.00 par value, of voting stock and the authority to issue 5,000 shares, with \$1.00 par value of non voting stock.

## ARTICLE VI - PRE - EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

## ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The address of the initial register office of this corporation is 2522 SW 27TH AVE, Ocala, Fl. 34475 and the name of the initial registered agent at such address is VIVIEN L. SWANSON.

## ARTICLE VII - BYLAWS

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors, except where the shareholders specifically provide in any Bylaw made by them that such Bylaws shall not be altered, amended or repealed by the Board.

#### ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have two Directors constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the bylaws, however, there shall never be less than one director nor more than ten. The name and address of the initial Board of Directors is:

Name

Address

ERNESTO G. POZO

502 B BAHIA CIRCLE, OCALA FL. 34472

#### ARTICLE IX -- INCORPORATORS

The name and address of the Incorporator signing these articles is:

Name

Address

ERNESTO G. POZO

502 B BAHIA CIRCLE, OCALA, FL 34472

#### ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any Officer or Director or any former Officer or Director, to the full extent permitted by law.

#### ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this

RESERVATION,

IN WITNESS WHEREOF, the undersigned Incorporators has executed these Articles of Incorporation on the 17 day of January, 1995.

Ernesto Pozo  
\_\_\_\_\_  
ERNESTO G. POZO

STATE OF FLORIDA, COUNTY OF MARION

Before me, a Notary Public personally appeared ERNESTO G. POZO to me well known and known to me to be the persons described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that they executed said Articles of Incorporation for the purpose therein expressed.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above this 17 day of January, 1996.

Angela E. Cassidy  
\_\_\_\_\_  
Notary Public  
State of Florida  
My commission expires:

ANGELA E. CASSIDY  
Notary Public, State of Florida  
My comm. expires Feb. 7, 1997  
Comm. No. CC257831

CERTIFICATE OF REGISTERED AGENT

CERTIFICATE DESIGNATING REGISTERED AGENT AND PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF AGENT UPON WHOM PROCESS MAY BE SERVED.

In compliance with Section 607.023 Florida Statutes, the following is submitted:

a Florida corporation desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at Ocala, Marion County, Florida, has name Vivien L. Swanson, with his principal place of residence at 2522 SW 27th Ave. Ocala, Florida 34475, as its agent to accept service of process within Florida.

Dated: 1-17-95

Vivien L. Pozo

ERNESTO G. POZO

President

PRESIDENT

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.

Vivien L. Swanson

VIVIEN L. SWANSON

Registrar Agent

95 JMH 19 AM 8:19  
SEC. 1  
TALLAHASSEE, FLORIDA