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10/24/1995 3:28 PM PUBLIC ACCESS SYSTEM

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TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
DEPARTMENT OF STATE 1492 W FLAGLER ST
STATE OF FLORIDA SUITE 200
409 EAST GAINES STREET MIAMI FL 33135- -0000
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FAX: (305) 541-3770

(((H95000000982))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: QUAYMON INTERNATIONAL SERVICES, INC.
FAX AUDIT NUMBER: H95000000982 CURRENT STATUS: REQUESTED
DATE REQUESTED: 01/24/1995 TIME REQUESTED: 15:29:19
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
NUMBER OF PAGES: 8 METHOD OF DELIVERY: FAX
ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 072450003255

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ARTICLES OF INCORPORATION
FOR
GUAYMON INTERNATIONAL SERVICES, INC.

ARTICLE ONE
NAME

The name of this Corporation shall be:

GUAYMON INTERNATIONAL SERVICES, INC.

ARTICLE TWO
NATURE OF BUSINESS

This Corporation may engage in any activity or business permitted under the laws of the United States of America and the laws of the State of Florida.

ARTICLE THREE
TERM OF EXISTENCE

This Corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida. The date on which corporate existence shall begin is: January 23, 1995.

ARTICLE FOUR
MINIMUM CAPITAL

The amount of capital with which the Corporation shall begin business shall not be less than Five Hundred (\$500.00) Dollars, or such greater amount as may be required by law.

ARTICLE FIVE
NUMBER OF DIRECTORS

All Directors of this Corporation must be at least eighteen (18) years of age. The stockholders of this Corporation may, from time to time, and at any time, increase or diminish the size of the Board of Directors of this Corporation, provided that the Corporation shall at all times have a minimum of one (1) Director.

RICHARD L. KATZ, ESQ.
2100 SALZEDO ST. #300
CORAL GABLES, FL 33134
(305) 443-8303
FL. BAR NO. 968986

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**ARTICLE SIX
CLASSES OF DIRECTORS**

The Bylaws of this Corporation may provide that the Directors be divided into two or more classes whose terms of office shall respectively expire at different times, provided that no such term shall continue longer than three (3) years, and provided further that at least one-fourth (1/4) in number of the Directors shall be elected annually.

**ARTICLE SEVEN
AMENDMENT**

This Certificate of Incorporation may be amended in any manner consistent with the laws of the State of Florida.

**ARTICLE EIGHT
CAPITAL STOCK**

This Corporation is authorized to issue shares of stock as follows:

- (a) Designation: The stock of this Corporation shall be known as Common Stock.
- (b) Authorized: The maximum number of shares of Common Stock that this Corporation may issue is: 1,000.
- (c) Par Value: Each share of Common Stock shall have the par value of: \$1.00.
- (d) Consideration: Shares of Common Stock may be issued in exchange for cash, real property, labor or services rendered, or any combination of the foregoing. In the absence of fraud in the transaction, the judgment of the Board of Directors as to the value of any such consideration shall be conclusive.
- (e) Non-assessability: Each share of Common Stock shall be issued in exchange for consideration which is at least equal to the par value thereof, and shall be fully paid and non-assessable.
- (f) Voting Rights: Each share of Common Stock shall entitle the record holder thereof to one (1) vote upon each proposal presented at meetings of the stockholders of the Corporation.
- (g) Cumulative Voting: No holder of Common Stock shall be entitled to any right of cumulative holding.

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(h) Dividends: Record holders of Common Stock are entitled to receive their pro-rata share of any dividends that may be declared by the Board of Directors out of assets legally available for such purpose.

(i) Liquidation Rights: Holders of Common Stock are entitled, in the event of the liquidation or dissolution of this Corporation to receive their pro-rata share of any assets of this Corporation remaining after payment of all corporate debts and obligations.

ARTICLE NINE
PRINCIPAL OFFICES OF CORPORATION

The mailing address of the corporation shall be:

Guaymon International Services, Inc.
8818 S.W. 113 Place Circle East
Miami, Florida 33176

ARTICLE TEN
REGISTERED OFFICE AND REGISTERED AGENT

NAME

ADDRESS

Octavio E. Mestre

Law Office of Richard J. Katz
2100 Salzedo Street, Suite 300
Coral Gables, Florida 33134

I HEREBY AGREE to act as Registered Agent for GUAYMON INTERNATIONAL SERVICES, INC., and I further agree to comply with the provisions of all Florida Statutes relative to the proper and complete performance of my duties.


OCTAVIO E. MESTRE
(Registered Agent)

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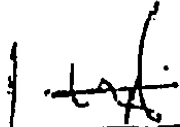
SUBSCRIBERS AND INITIAL DIRECTORS

The undersigned individuals, competent to contract, execute these Articles of Incorporation as subscribers and initial directors. The undersigned individuals shall hold offices as directors until their successors have qualified, following their election or appointment.

Subscriber/Director:	Juan M. Moya
Street Address:	8818 S.W. 113 Place Circle East Miami, Florida 33176
Director:	Patricia M. Moya
Street Address:	8818 S.W. 113 Place Circle East Miami, Florida 33176

IN WITNESS WHEREOF, the undersigned Subscriber does make, subscribe, acknowledge, and file this Certificate for the purpose of forming a corporation for profit under the laws of the State of Florida.

Dated: January 23, 1995


 JUAN M. MOYA, President

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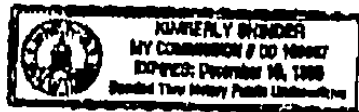
STATE OF FLORIDA)
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared JUAN M. MOYA, who is to me well known to be the person described in and who executed the foregoing Articles of Incorporation, ~~or produced~~ as identification; and he acknowledged before me that he executed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at Miami, in the said County and State, this 23rd day of January, 1995.


NOTARY PUBLIC, State of Florida

Commission, Seal, Printed Name of Notary:



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