

**19500014755**

DIVISION OF CORPORATIONS FROM EMPIRE CORPORATE KIT COMPANY  
DEPARTMENT OF STATE 1492 FLAGLER ST.  
STATE OF FLORIDA SUITE 200  
409 EAST GAINES STREET MIAMI FL 33135-  
TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT  
FAX: (904) 922-4000 PHONE: (305) 541-3694  
FAX: (305) 541-3770

((H95000002017))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.  
NAME: HERMANN ENTERPRISES COPR.  
FAX AUDIT NUMBER: H95000002017 CURRENT STATUS: REQUESTED  
DATE REQUESTED: 02/20/1995 TIME REQUESTED: 08:56:18  
CERTIFIED COPIES: 0 CERTIFICATE OF STATUS: 0  
NUMBER OF PAGES: 6 METHOD OF DELIVERY: FAX  
ESTIMATED CHARGE: \$70.00 ACCOUNT NUMBER: 072450003255

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

((H95000002017)))  
\*\* ENTER 'M' FOR MENU. \*\*  
ENTER SELECTION AND <CR>:  
Help F1 Option Menu F2

NUM CAPS Connect: 00:00:

FILED

95 FEB 22 AM 11:33

*cc/e*

*AT*

*72450003255*

61-0101-02-000000  
CEIVED

FEB-22-1995 08:32 FROM EMPIRE

TO

19049224000

P.01



FLORIDA DEPARTMENT OF STATE  
Sandra B. Morham  
Secretary of State

February 20, 1995

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: HERMANN ENTERPRISES CORP.  
REF: W95000003847

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name DOES NOT constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole  
Corporate Specialist

FAW Aud. #: H95000002017  
Letter Number: 595A00007534

Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

FEB-22-1995 08:33 FROM EMPIRE

TO

19049224000

P.03

PREPARED BY:  
SERGIO MASSA, ACCOUNTANT  
BUSINESS AUTHORITY CORP.  
8347 S.W. 40th ST.  
MIAMI, FL 33155  
TEL: (305) 220-3420

ARTICLES OF INCORPORATION OF  
BERNARD INTERNATIONAL CORP.

ARTICLE I NAME

The name of this corporation is BERNARD INTERNATIONAL CORP.

ARTICLE II DURATION

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

ARTICLE III NATURE OF BUSINESS

This corporation may engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE IV CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 per value common stock which shall be designated "Common Shares".

ARTICLE V PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata 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 LOCATION

The Street, Address, City, County and State in which the principal offices of the corporation are to be located are 6704 S.W. 114th Place No. H, Miami, Dade County, Florida 33173. The Board of Directors may from time to time designate such other address and place for the principal office of this corporation as it may see fit.

4950000056H

4950000056H

FILED  
95 FEB 22 AM 11:33  
DEPT. OF STATE  
TALLAHASSEE, FLORIDA

H9500000 2017

**ARTICLE VII INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) Director initially. The number of Directors may be increased or diminished from time to time in accordance with By-Laws adopted by the stockholders. The names and addresses of the initial Board of Directors of this corporation are:

NAME	ADDRESS
Carlos Manning President, Secretary	6704 S.W. 114th Place No. H Miami, FL 33173

**ARTICLE VIII SUBSCRIBERS**

The names and street addresses and the number of shares of stock subscribed to by each person signing these Articles of Incorporation are:

NAME	ADDRESS	NO OF SHARES
Carlos Manning	6704 S.W. 114th Place No. H Miami, FL 33173	100

**ARTICLE IX AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

H9500000 2017

H 9500000 2017

## ARTICLE X LIMITATIONS ON CORPORATE STOCK

1. No shareholder can enter into a voting trust agreement or any other type agreement vesting another person with the authority to exercise the voting power of any or all of his stock.
2. If any officer, shareholder, agent or employee of this corporation who has been rendering professional services to the public becomes legally disqualified to render such services within the State of Florida, or is elected to a public office or accepts employment that, pursuant to existing law, places restrictions or limitations upon his continued rendering of such professional services, he shall sever all employment with, and financial interest in the corporation.
3. No shareholder of the Corporation may sell or transfer his stock in this corporation except to another individual who is eligible to be a shareholder of the corporation.

## ARTICLE XI INDEMNIFICATION

The corporation shall indemnify any officer or director, to the full extent permitted by law.

## ARTICLE XII DISSOLUTION

The corporation may be dissolved at any time on the affirmative vote of the holders of at least two thirds (2/3) of the outstanding shares of the corporation entitled to vote thereon. On dissolution the corporate property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders pro-rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by him.

## ARTICLE XIII INITIAL REGISTERED OFFICE AND AGENT

The Street address of the initial registered office of this corporation is 6704 S.W. 114th Place, Miami, FL. 33173 and the name of the initial registered agent of this corporation at that address is Carlos Manning.

H 9500000 2017

FEB-22-1995 08:34 FROM EMPIRE

TO

1904522-4000

P.06

H 9500000 2017

IN WITNESS WHEREOF, the undersigned being the original subscribers to the capital stock here in above named for the purpose of forming a corporation to do business in the State of Florida, under the laws of the State of Florida, do make and file these Articles of Incorporation, here by declaring and certifying that the facts herein stated are true and do agree to take the number of shares herein above set forth and hereunto set our hands and seals this 13th of February, 1995.

  
Carlos Manning  
President

H 9500000 2017

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

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

1. Hermann International Corp., desiring to organize under the laws  
of the State of Florida, with its principal office, as indicated in  
the Articles of Incorporation at the City of Miami, State of  
Florida, has named Carlos Manning, located at 6704 S.W. 114th  
Place, City of Miami, County of Dade, State of Florida, as its  
agent to accept service of process within this State.

**ACKNOWLEDGMENT:**

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.

  
Carlos Manning

FILED  
95 FEB 22 AM 11:34  
TALLAHASSEE, FLORIDA