

P95000022564

Angel Book Company  
C/O A & T Accounting and Taxes  
7098 Bonita Drive  
Miami Beach, Florida 33141

March 15, 1995

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

In Re: Incorporation of Angel Book Company

Gentlemen:

Please file the aforesaid corporation and return said  
filed Articles and resident Agent Form to:

Angel Book Company  
C/O A & T Accounting and Taxes  
7098 Bonita Drive  
Miami Beach, Florida 33141

Furthermore, please find herein enclosed the appropriate  
check for the filing fees together with the Articles of  
Incorporation and Designation of Resident Agent Form.

In the event you should have any questions, please do  
not hesitate to call us at (305) 868-5365 or write to us at  
the above styled address.

Sincerely yours,

  
Irene Trullengue

A & T Accounting and Taxes

RECEIVED  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA  
MARCH 15 1995

at/IT

908  
3/15/95  
P95-22564

ARTICLES OF INCORPORATION  
OF  
ANGEL BOOK COMPANY

The undersigned, for the purpose of associating to establish a corporation for the transaction of the business and the promotion and conduct of the objects and purposes hereinafter stated, under the provisions and subject to the requirements of the Laws of the State of Florida, and we do hereby file these Articles of Incorporation in writing and do hereby state as follows, to wit:

ARTICLE ONE  
NAME

The name of the corporation is:

ANGEL BOOK COMPANY

ARTICLE TWO  
DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE  
PURPOSE

The general nature and purpose of this corporation is to engage in the following activities:

A.) The authority to engage in and transact, within and without the State of Florida or the United States, any and all lawful activities permitted under the laws of the United States and/or of the State of Florida for which

Florida Statutes;

B.) The Corporation may more particularly engage in the following businesses and/or activities:

1.) To engage in the import/export business and to effect any and all ancillary activities related to the import/export industry;

2.) To engage in the business of wholesale and retail sales of any and all merchandise including but not limited to clothes, shoes, accessories, fantasy jewelry, leather articles, purses, handbags & wallets of any kind, computers, commodities, durable goods and any and all other goods and merchandise of any kind and nature including food of any kind and nature;

3.) To engage in the business of designing, creating and selling above mentioned articles from a designated location in the United States and throughout the world;

4.) To engage in any business or enterprise arising from or in connection with the sale of merchandise, clothes, shoes, accessories, fantasy jewelry, leather articles, purses, wallets & handbags of any nature and kind, computers, commodities, durable goods and any and all other goods and merchandise of any kind and nature including food of any kind and nature;

5.) To engage in the business of importing and Exporting commodities, goods and any and all other materials,

supplies and exportable/importable items permitted under the respective laws of the corresponding jurisdiction;

6.) To engage in the travel business and develop a business in the field of tourism which includes but is not limited to tourist guide services, travel services and any and all activities arising from and in connection with tourism;

7.) To engage in the money brokerage business as permitted under the respective jurisdiction in which said business shall be effected;

8.) The real estate business as principal, agent, broker, and in any lawful capacity, and generally to take, lease, purchase, or otherwise acquire, and to own, use, hold (including holding for investment), sell, convey, exchange, lease, mortgage, work, clear, improve, develop, divide, and otherwise handle, manage operate , deal in and dispose of real estate, real property, lands, multiple dwelling structures, houses, buildings, and other works and any interest or right therein;

9.) Furthermore, the corporation may take lease, purchase or otherwise acquire, and own, use, hold, sell, convey, exchange, hire, lease, pledge, mortgage, and otherwise handle, and deal in and dispose of, as principal, agent, broker, and in any lawful capacity, such personal property, chattels, rights, easements, privileges, choses in action, notes, bonds, mortgages, and securities as may lawfully be acquired, held, or disposed of, and to acquire, purchase, sell, assign, transfer, dispose of, and in general

deal with, as principal, agent, broker, and in any lawful capacity, mortgages and other interests in real, personal and mixed properties;

10.) And may carry on a general construction, contracting, building, and realty management business, as principal, agent, representative, contractor, subcontractor, and in any other lawful capacity;

11.) And engage in any and all real estate activities both domestic and foreign and effect the purchase and sale of all kinds of real estate property of whatever nature and wherever situated.

#### ARTICLE FOUR CAPITAL STOCK

This corporation shall be authorized to issue one kind of stock which shall be deemed to be Common Stock. The total number of authorized shares shall be ten thousand (10,000) shares. Each share representing 1/10,000 of the ownership of the company. The Corporation shall assign a NO PAR VALUE to each and every share of Common Stock.

#### ARTICLE FIVE REGISTERED AGENT AND CORPORATE OFFICE

The name and street address of the initial registered agent of this corporation is:

Luis Enrique Barrios  
1785 Calais Drive, Ste. # 03  
Miami Beach, Florida 33141

The corporate address and/or corporate headquarters

shall be located at:

1785 Calais Drive, Ste. # 03  
Miami Beach, Florida 33141

**ARTICLE SIX**  
**INITIAL BOARD OF DIRECTORS**

The corporation shall have two (2) directors initially.  
The name and address of the initial directors of the  
corporation are:

Luis Enrique Barrios  
1785 Calais Drive, Ste. # 03  
Miami Beach, Florida 33141

Hernan Silva  
1785 Calais Drive, Ste. # 03  
Miami Beach, Florida 33141

**ARTICLE SEVEN**  
**INCORPORATORS**

The initial incorporators are as follows:

Luis Enrique Barrios  
1785 Calais Drive, Ste. # 03  
Miami Beach, Florida 33141

Hernan Silva  
1785 Calais Drive, Ste. # 03  
Miami Beach, Florida 33141

**ARTICLE EIGHT**  
**BY-LAWS**

The initial By-laws of this corporation shall be adopted  
by the directors and shall be altered, amended  
or repealed from time to time by the Board of Directors.

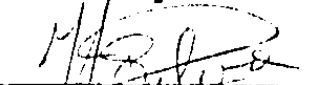
**ARTICLE NINE**  
**AMENDMENT OF ARTICLES OF INCORPORATION**

The shareholders are given the right to amend or repeal

any provision contained in these Articles of Incorporation, provided that a majority of the shareholders approve of such amendment or repeal. Amendments to the Articles of Incorporation shall be adopted and approved in the manner set forth under Florida law by the shareholders.

IN WITNESS WHEREOF, we the undersigned, being all the incorporators hereinabove named, do hereby certify that the above Articles of Incorporation are acknowledged and agreed upon among us and we have accordingly set our hands and seals this 17<sup>th</sup> day of March, nineteen hundred and ninety - five (1995).

  
\_\_\_\_\_  
Luis Enrique Barrios

  
\_\_\_\_\_  
Hernan Silva

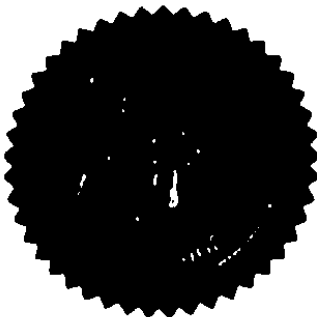
STATE OF FLORIDA     )  
                              )  
COUNTY OF DADE     )     s.s.

BEFORE ME, a Notary Public authorized to take acknowledgments in the State of Florida, County of Dade, and City of Miami Beach, personally appeared :

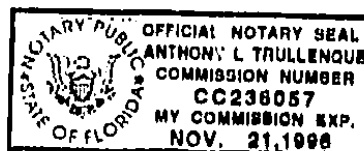
Luis Enrique Barrios and Hernan Silva  
and known to me and known by me to be the persons who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and  
affixed my official seal, in the State and County aforesaid,  
this 17<sup>th</sup> day of March, nineteen hundred and ninety-five  
(1995).

My commission expires:



  
\_\_\_\_\_  
Notary Public, State of Florida





DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED.

PURSUANT TO THE FLORIDA STATUTES, the following is submitted  
in compliance with said Statutes:

FIRST--That ANGEL BOOK COMPANY  
is qualified to do business under the laws of the State of  
Florida with its principal office at 1785 Calais Drive, Ste.  
# 03, City of Miami Beach, State of Florida, County of DADE,  
and has appointed Luis Enrique Barrios, as it's agent to  
accept Service of Process within this State and whose address  
is 1785 Calais Drive, Ste. # 03, Miami Beach, Florida  
33141.

ACKNOWLEDGMENT (must be signed by Designated Agent)

Having been named to accept Service of Process for the  
above stated corporation, at the place designated in this  
certificate, I hereby agree to act in this capacity and  
further agree to comply with the provision of said Statutes  
relative to keeping open said office.

BY: 

LUIS ENRIQUE BARRIOS  
REGISTERED AGENT

P95000022564

ANGEL BOOK COMPANY  
C/O A&T ACCOUNTING & TAXES, INC.  
7098 BONITA DRIVE  
MIAMI BEACH, FLORIDA 33141

DIVISION OF CORPORATIONS  
P.O. BOX 6327  
TALLAHASSEE, FLORIDA 32314

RE: Articles of Dissolution

500001509295  
-06/09/95--01006--013  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Dear Gentleman:

Please find enclosed our Article of Dissolution together with a check in the amount of \$ 35.00 made payable to the Department of State.

Any further inquires to this matter, please do not hesitate to contact me at the above styled address.

Thank you for your cooperation.

Sincerely,

*Irene Tralleque*  
Irene Tralleque  
Accountant

SH 6/4

Voluntary Diss.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 JUN - 8 AM 10:56

## ARTICLES OF DISSOLUTION

Pursuant to 607.1401, Florida Statutes, the undersigned corporation submits the following articles of dissolution:

**FIRST:** The name of the corporation is ANGEL BOOK COMPANY

**SECOND:** The articles of incorporation were filed on MARCH 20, 1995

**THIRD:** (check one)

☐ None of the corporation's shares have been issued.

☒ The corporation has not commenced business.

**FOURTH:** No debt of the corporation remains unpaid.

**FIFTH:** The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued.

**SIXTH:** Adoption of Dissolution (check one)

☒ A majority of the incorporators authorized the dissolution.

☐ A majority of the directors authorized the dissolution.

Signed this 31ST day of MAY, 1995

ANGEL BOOK COMPANY

(Corporation Name)

By

[Signature]  
(An incorporator if adopted by the incorporators or by the chairman or vice chairman of the board, president, or other officer if adopted by the directors)

HERNAN SILVA / LUIS ENRIQUE BARRIOS

(Typed or printed name)

VICE-PRESIDENT / PRESIDENT / Incorporator

(Title)

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 JUN -8 AM 10:56