

P95 000046152

ALFREDO MUSTELIER

(Requestor's Name)

1341 W. 33th Place

(Address)

Hialeah, FL 33012

(City, State, Zip)

(Phone #)

OFFICE USE ONLY

FILED  
95 JUN -8 PM 3:40  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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

1. A. Mustelier, Inc.  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

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-06708795--01083--017  
\*\*\*\*122.50 \*\*\*\*122.50

☐ Walk in ☐ Pick up time \_\_\_\_\_

☐ Certified Copy

☐ Mail out ☐ Will wait ☐ Photocopy

☐ 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 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

SDG

Examiner's Initials

ARTICLES OF INCORPORATION

OF  
A. MUSTELIER, INC.

ARTICLE I - NAME

The name of this Corporation is:

A. MUSTELIER, INC.

ARTICLE II

NATURE OF BUSINESS

The general purpose for which this Corporation is organized is to transact any or all lawful business for which Corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE III

AUTHORIZED SHARES

The Corporation shall authorize to create and issue 500 shares of Common Stock having a par value of \$ 1.00 per share.

The whole or any part of the authorized shares of the Corporation may be issued for a consideration payable in cash or other property, tangible or intangible or in labor or services actually performed for the Corporation, having a value as is determined from time to time by the Board of Directors of the Corporation, not less than the par value of the stock so to be issued.

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ARTICLE IV

TERM OF EXISTENCE

The Corporation shall exist perpetually unless dissolved according to law.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this Corporation in the State of Florida shall be: Westland Professional Bldg. 1490 W. 49 Place, Suite 216-B, Hialeah, FL

ARTICLE VI

BOARD OF DIRECTORS

The powers of the Corporation shall be executed by or under the authority of and the business and affairs of the Corporation shall be managed under the direction of, a Board of Directors, which shall have 2 director(s) initially. The number of directors may be increased or decreased by the shareholders from time to time as provided in the By-Laws of the Corporation.

ARTICLE VII

DIRECTORS NAME AND STREET ADDRESSES

The names and street addresses of the members of the first Board of Directors who shall hold office until their successors have been duly elected or appointed and have qualified are as follows:

<u>NAME</u>	<u>ADDRESS</u>
ALFREDO MUSTELIER (President)	1341 W. 38th Place Hialeah, FL 33012
ARGENTINA PINO (Secretary and) (Treasurer)	1430 N.E. 170 St. #117 No. Miami Beach, FL 33162

ARTICLE VIII

INCORPORATOR

The name and street addresses of the incorporators signing these Articles of Incorporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>
ALFREDO MUSTELIER	1341 W. 38th Place Hialeah, FL 33012
ARGENTINA PINO	1430 N.E. 170 St. #117 No. Miami Beach, FL 33162

ARTICLE IX

SPECIAL PROVISIONS

The Corporation shall have all corporate powers permitted under the laws of the United States and of the State of Florida. The following additional provisions for the regulation of the business and for the conduct of the affairs of the corporation and creating, dividing, limiting and regulating the power of the corporation, its stockholders and directors, are adopted as part of the Articles of Incorporation:

1. No person shall be required to own, hold or control stock in the corporation as a condition precedent to holding an office in this corporation.

2. The directors may prescribe a method of methods for replacement of lost certificates, and prescribe reasonable security conditions upon issuance of new certificates for lost certificates.

3. The original incorporators of the corporation shall have the right upon its organization to assign and deliver their subscription of stock as set forth in Article VIII to any other person, or to firms or corporations who become subscribers to the capital stock of the corporation. Upon acceptance of such assignment, such assignees shall stand and in lieu of the original incorporators and assume and carry out all rights, liabilities and duties entailed by

said subscriptions, subject to the laws of the State of Florida, and to execution of the necessary instruments of assignment.

4. In the absence of fraud, no contract or other transaction between the corporation and any other corporation shall be effected or invalidated by the fact that one or more directors of the corporation are interested in or are directors or officers of such other corporation. In the absence of fraud, no contract, act or transaction of the corporation with any person or persons, firms or corporation shall be affected or invalidated by the fact that any director or directors of the corporation is a party or are parties to or interested in such contract, act or transaction, or in any way connected with such person or person(s), firm or corporation. Each person who becomes a director of the corporation is relieved from any liability that otherwise might exist from contracting with the corporation for the benefit of himself or any firm, association or corporation in which he otherwise may be interested in the absence of fraud. Any director of the corporation may vote upon any contract or other transaction between the corporation and any subsidiary or controlled company.

5. The corporation shall indemnify any and all of its present and past directors and officers and any person who may have served at its request as a director or officer of another corporation in which it owns shares of capital stock or of which it is a creditor against expenses actually and necessarily incurred by them in connection with defense of any action, suit or proceeding in which they or any of them has been made parties or party by reason of having been or being directors or officers or a director or officer of the corporation or of such other corporation, except in relation to matters as to which any such present or past director or officer or person shall be adjudged in such action, suit or proceeding, to be liable for negligence or misconduct in performance of duty. Such indemnification shall not be deemed exclusive of any other rights to which those indemnified may be entitled under the By-Laws, agreement, vote of stockholders, or otherwise. Such right of indemnification, however, shall not extend to or include indemnification for liabilities arising under the Securities Act of 1933 as amended.

6. By affirmative vote a majority of the directors then in office and irrespective of any personal interest of any of its members, the Board of Directors shall have

authority to establish reasonable compensation of all directors for services to the corporation as directors, officers, and otherwise. In addition to authority to establish salaries, the authority vested in the Board of Directors by this paragraph six (6) shall include the authority to establish the payment of bonuses, stock options, and pensions and profit sharing plan.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 3rd day of MAY, 1995.

Alfredo Mustelier  
INCORPORATOR / ALFREDO MUSTELIER  
Argentina Pino  
INCORPORATOR / ARGENTINA PINO

STATE OF FLORIDA       )  
                              ) SS.  
COUNTY OF DADE       )

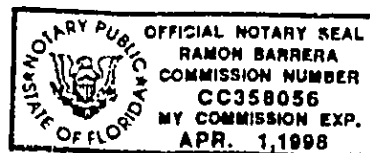
Before me personally appeared Alfredo Mustelier and Argentina Pino, to me well known to be the persons described in and who executed the foregoing Articles of Incorporation, and who freely and voluntarily acknowledged before me according to law that they made and executed the same for the uses and purposes therein mentioned and set forth.



IN WITNESS WHEREOF, I have hereunto set my hand and  
affixed my official seal, in the state and county aforesaid,  
this 3rd day of MAY, 1995.

Ramon Barrera  
Notary Public, State of Florida  
at Large

My commission expires: April 1, 1998



DESIGNATION AND ACCEPTANCE

OF

REGISTERED AGENT

In pursuance of Section 48.091 and Chapter 607, Florida  
Statutes, A. MUSTELIER, INC. having filed its Articles of  
Incorporation contemporaneously herewith, with its  
registered office as indicated therein at 1430 N.E. 170 St.  
#316, No. Miami Beach, FL, has named NICK MIRABAL  
located thereat as its  
registered agent to accept service of process within this  
state.

BY: Alfredo Mustelier  
Incorporator / ALFREDO MUSTELIER  
Argentino  
INCORPORATOR / ARGENTINA PINO

Having been named as registered agent to accept service of  
process for the above-state corporation, at the location  
designated herein, I hereby accept to act in this capacity,  
and agree to comply with the laws of Florida applicable  
thereto.

Nick Mirabal  
Registered Agent  
NICK MIRABAL

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95 JUN -8 PM 3:10  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

P95000046152

LAW OFFICE OF  
LUIS FERNANDEZ, P.A.

A PROFESSIONAL ASSOCIATION

2250 S.W. 3rd AVENUE  
SUITE 201  
MIAMI, FLORIDA 33129

TELEPHONE:  
(305) 854-5955  
FAX: (305) 854-5324

May 1st, 1996

Florida Department of State  
Division of Corporation  
P.O. Box 6327  
Tallahassee, FL 32314

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-05/31/96--01014--011  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Re: A. MUSTELIER, INC.

Enclosed please find Articles of Dissolution for the above  
referenced corporation together with a check for \$ 35.00.

Should anything else be required please let us know.

Thanking you in advance for your prompt attention to this matter,  
I remain,

Sincerely yours,  
*Luis Fernandez*  
Luis Fernandez

Enc.

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96 MAY 30 PM 2:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

N. HENDRICKS JUN - 7 1996

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96 MAY 30 AM 2:15

ARTICLES OF DISSOLUTION  
A. MUSTELIER, INC.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to a resolution passed on the 1st day of May, 1996, by all of the shareholders and directors of A. MUSTELIER, INC. and pursuant to Section 607.1403 Florida Statutes, the ensuing Articles of Dissolution are filed with the Secretary of State.

1. The name of the corporation to be dissolved is A. MUSTELIER, INC.
2. The shareholders and directors of the corporation authorized the dissolution on May 1st, 1996.
3. Mr. Alfredo Mustelier and Ms. Argentina Pino, the corporations' sole shareholders and owners of 100% of the stock authorized the dissolution of business.
4. At the present time the corporation has had no income and is therefore current on all of its obligations, including State and Federal taxes. Mr. Fernandez shall proceed to liquidate the corporate assets and make any and all distributions.
5. The corporation will cease to exist effective December 31st, 1996 and will only carry on business as authorized by Section 607.1405, Florida Statutes.

Alfredo Mustelier  
ALFREDO MUSTELIER, President  
Shareholder