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| Sulio Jorn Barrio Jorn Requestore No. 8307 S. W. Addressy MIH-MU, 41 (City, State, Z | (2. 33183 | OFFICE USE ONLY |
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| CORPORATION NAM | ME(s) & DOCUMENT NI | UMBER(S) (if known): |
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| | - | |
| Mail out | Will wait Photocopy | Certificate of Status |
| · NEW FILINGS | AMENDMENTS | |
| Profit | Amendment | / |
| NonProfit | Resignation of R.A., Offic | cer/Director |
| Limited Liability | Change of Registered Ag | |
| Domestication | Dissolution/Withdrawal | Xnli |
| Other | Merger | n/14 |
| | DECISTRATION | |
| OTHER FILINGS | REGISTRATION/ QUALIFICATION | |
| Fictitious Name | Foreign |] |
| Name Reservation | Limited Partnership | |
| | Reinstatement | |
| | Trademark | Examiner's Initials |
| CR2E031(10/92) | Other | |

CERTIFICATE OF INCORPORATION OF JUL-TOR PROMOTIONS INC.

We, the undersigned, do hereby associate ourselves together and subscribe this Certificate of Incorporation for the purpose of forming a corporation under the laws of the State of Florida, and subject to the following provisions:

ARTICLE ONE

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THE NAME of the corporation shall be:

JUL-TOR PROMOTIONS INC.

ARTICLE TWO

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

ARTICLE THREE

THE MAXIMUM number of stock which the corporation shall have outstanding at any time, shall be 10,000 share of stock which shall be common stock of a par value of \$2.50 per share. All or any part of the capital stock may be paid for either in lawful monies of the United States of America, at a true valuation thereof.

ARTICLE FOUR

THE CORPORATION SHALL BEGIN BUSINESS WITH A MINIMUM CAPITOL IN THE AMOUNT OF <u>TWENTY FIVE THOUSAND (\$25000.00) DOLLARS.</u>

ARTICLE FIVE

THIS CORPORATION shall have perpetual existence.

ARTICLE SIX

THE PRINCIPAL office of the corporation shall be located at: 8307 S.W. 142 Ave. Miami, FL 33183.

OTHER OFFICES for the transaction of business may be located wherever the Directors may deem necessary or expedient.

ARTICLE SEVEN

THE BUSINESS of the corporation shall be managed be a Board of Directors, whom need not be stockholders of the corporation. The number of Directors, not less than one, shall be fixed by resolution of the stockholders at any regular or special meeting, subject to the manner of holding such meetings prescribed by the by-laws.

ARTICLE EICHT

THE NAMES and mailing addresses of the members of the First Board of Directors and Officers who shall hold office for the first year of existence of the corporation or until their successors are elected or appointed and have qualified, are as follows:

BOARD OF DIRECTORS

| Julio C. Torres | President/Director | 8307 S.W. Miami, Fl | |
|-------------------|----------------------------|------------------------|--|
| Gherdy Francis | Vice President/Director | 8307 S.W. Miami, FL | |
| Xiomara Maldonado | Treasurer/Director | 8307 S.W. Miami, FL | |
| Maribel Sôrillas | Secretary/Director | 8307 S.W. Miami, FL | |

ARTICLE NINE

THE NAMES and mailing address of each of the subscribers to this Certificate of Incorporation are as follows:

| Julio C. Torres | 8307 S.W. Miami, FL | |
|-------------------|------------------------|--|
| Gherdy Francis | 8307 S.W. Miami, FL | |
| Xiomara Mallonado | 8307 S.W. Miami, FL | |
| Maribel Sorillas | 8307 S.W. Miami, FL | |

ARTICLE TEN

THIS CORPORATION shall have full power to carry on and transact each or all of the businesses enumerated in Article Two of this Certificate, and shall have all the general and additional powers now and hereafter conferred upon it by law.

ARTICLE ELEVEN

THIS CORPORATION shall have the power to issue the whole or any part, as determined by the Board of Directors, of the whole or any part, as determined by the Board of Directors, of the shares of the capital stock as partly said, subject to calls thereon until the whole thereof shall have been paid.

ARTICLE TWELVE

UPON ELECTION of a Board of directors by the stockholders, such Board of directors shall manage the business affairs of this corporation without the necessity of further authority from the stockholders, except as ny law of in this Certificate otherwise provided by the by-laws of the Board of directors. All holders of common stock of this corporation shall be entitled to vote the same in the manner provided by law, whether said stock shall be fully or partially paid, unless otherwise determined by the Board of Directors at or before the time of issuance thereof.

ARTICLE THIRTEEN

THIS CORPORATION shall designate <u>Julio C. Torres</u> with offices located at <u>8307 S.W. 142 Ave. Miami, FL 33183</u>, Corporate Registered Office as required by State Law.

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 49.091, Florida Statutes, the following is submitted, in compliance with said act:

FIRST, That <u>Jul-Tor Promotions, Inc.</u> desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, in the City of <u>Miami</u>, County of <u>Dade</u>, State of Florida---has named: <u>Julio C.</u> <u>Torres.</u>as its Agent to accept service of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby accept to act int his capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Julio C. Torres

IN WITNESS WHEREOF, the undersigned incorporators have hereunto set their hands and affixed their seals on this 8th day of July, 1995.

sout Tulio C. Torres

Xiomara Maldonado

W.

Gherdy Francis

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Meribel **Z**orillas

STATE OF FLORIDA)) COUNTY OF DADE)

BEFORE ME, the undersigned authority, duly authorized to administer oaths and take acknowledgements, nersonally appeared:

Unand.

Who after first being duly sworn, executed the foregoing certificate of Incorporation, freely and voluntarily for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, said County and State, this day of August 12.

Public, STATE OF FLORIDA rγ OFFICIAL NOTARY SEAL GLISET M PERFZ NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC397461 MY COMMISSION EXP. AUG. 10,1998