# (Requestor's Name) 690 S.W. 87 AVENUE, SUITE: 16 (Address) MIAMI, FLORIDA 33174 (305)552-5973 OFFICE USE ONLY (City, State, Zip) LOCAL REPRESENTATIVE TALLAHASSEE <u>(904)385-</u>6715 50000155F766 -08/10/95--01003--004 ++++122.50 ++++122.50 CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): 1. AIRE COIL ACCODICIONADO IMPORTS CAPORT 2. (Carporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) Walk in Pick up time Certified Copy Mail out Will wait Certificate of Status Photocopy **NEW FILINGS** AMENDMENTS Profit Amendment NonProfit Resignation of R.A., Officer/Director **Limited Liability** Change of Registered Agent Domestication Dissolution/Withdrawal Other Merger OTHER FILINGS REGISTRATION/ QUALIFICATION Annual Report Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement

Examiner's Initials

Trademark

Other

CR2E031(10/92)



## FLORIDA DEPARTMENT OF STATE

August 3, 1995

Sandra B. Mortham Secretary of State

**LAZARUS** 

MIAMI, FL

SUBJECT: AIRE CAR ACONDICIONADO IMPORT & EXPORT INC.

Ref. Number: W95000015672

We have received your document for AIRE CAR ACONDICIONADO IMPORT & EXPORT INC. and check(s) totaling \$122.50. However, your check(s) and document are being returned for the following:

COMPLETE THE ADDRESSES EVERYWHERE IT APPEARS 14601 S.W. ???

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) 487-6931.

Steven Godfray Corporate Specialist

Letter Number: 095A00036601

#### ARTICLES OF INCORPORATION

of

AIRE CAR ACONDICIONADO IMPORT & EXPORT INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

#### ARTICLE I

NAME: The name of this corporation is: AIRE CAR ACONDICIONADO IMPORT & EXPORT INC.

#### ARTICLE II

#### NATURE OF BUSINESS:

(a) The general nature of business of the corporation to be conducted by the corporation shall be to engage in all aspects of international trade, including to: (1) The purchase in foreign countries of products including, but not limited to, manufactured goods, raw materials, oil, minerals, precious and semi-precious stones and jewelry to be imported and sold in the United States; (2) The purchase in the United States products including, but not limited to, machinery, vehicles, manufactured goods, raw materials and services to be exported and sold to foreign countries; (3) To perform trade operations involving "Barter" exchanges of products between countries, including or not the United States; (4) To represent firms as their sales agents in the United States; (5) purchasing agent of foreign firms in the United States; (6) To make transactions involving the exchange of goods and services between countries, including or not the United States.

#### ARTICLE VII

SUBSCRIBER: The name and post office address of the subscriber to these Articles of Incorporation and the number of shares the subscriber agrees to take, and the value of the consideration therefor, is:

CARLOS A PINEDA 14 01 S.W. 88th Street Ppt K212 MIAMI, FLORIDA 33173

#### ARTICLE VIII

ADDRESS: The initial office address of the principal office of this corporation in the State of Florida is:

14CO1 5.W. 88th Street Apt. K212 MIAMI, FLORIDA 33173

The Board of Directors may, from time, move the principal office to any other address in Florida, or in any other state.

#### ARTICLE IX

REGISTERED OFFICE AND REGISTERED AGENT: The street address of the initial registered office is 14401 S.W. 88th Street Apt K212 MIAMI, FLORIDA 33173 and the name of the initial registered agent of this corporation is CARLOS A PINEDA

### ARTICLE X

**VOTING RIGHTS:** Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding shares.

#### ARTICLE XI

PREEMPTIVE RIGHTS: Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or

while the owner of such stock, to exercise all the rights, powers, privileges of ownership, including the right to vote on such stock.

(g) To purchase the corporate assets of any other corporation and engage in the same nature or character of business.

## ARTICLE III

The total number of shares of capital stock which may be issued by this corporation shall be 100 shares at \$5.00 par value each, all of which shall be common stock and shall be fully paid and non-assessable. All stock shall be payable in cash, property, labor or services at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose.

### ARTICLE IV

The number of directors of this corporation shall not be less than one (1) nor more than three (3).

#### ARTICLE V

This corporation shall have perpetual existence.

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#### ARTICLE VI

The names and post office addresses of the first Board of Directors of this corporation who shall hold office for the first year, or until their successors are chosen, shall be:

CARLOS A PINEDA 14601 S.W. 88th Street Apt ..212 MIAMI, FLORIDA 33173

series as that which he already holds, a all have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it was offered to others.

#### ARTICLE XII

BY-LAWS: The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

#### ARTICLE XIII

AMENDMENTS: These Articles of Incorporation can be amended in the manner provided by law. Every Amendment shall be approved by the Board of Directors proposed to them by the stockholders and approved at a stockholders meeting by a majority of the stock entitled to vote.

#### ARTICLE XIV

STOCKHOLDERS AGREGMENT: Stockholders of this corporation may enter into such stockholders and trustees agreement as they may see fit wherein and whereby such stockholders may limit their voting rights by virtue of such stockholders and trustees agreements.

IN WITNESS WHEREOF, I have hereunto set my hand and seal and caused to be filed in the Office of the Secretary of State, these Articles of Incorporation.

CARLOC A RIVE	· · · · · · · · · · · · · · · · · · ·	•.
CARLOS A PINE	DA	
		(SEAL)

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STATE OF FLORIDA) )BS.I COUNTY OF DADE

The foregoing instrument was acknowledged before me this 28 day of 2000 , 1995, by Castes of fauthor who is personally known to me / or who has produced as identification and who did (did not) take

NOTARY DUBLIC, STATE OF FIGRIDA
Name:

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## ACCEPTANCE OF REGISTERED 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 I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE:

REGISTERED AGENT

DATE 07/28/95