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8/25/95

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VALIDATION ONLY

FILED  
AUG 28 PM 2:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

knightsbridge Corbettant's

Requestor's Name

155 South Miami Ave PH-2

Address

Miami FL 33130

City

State

ZIP

Phone

539-1029

600001570876  
-08/23/95--01004--018  
\*\*\*\*122.50 \*\*\*\*122.50

CORPORATION(S) NAME

Swimming Pool Paradise, CORP.



EMPIRE

Toll Free: 1-800-432-3028

☒ Profit  
☐ NonProfit

☐ Amendment

☐ Merger

☐ Foreign

☐ Dissolution

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of Registered Agent

☒ Certified Copy

☐ Photo Copies

☐ Certificate Under Seal

☐ Call When Ready

☐ Call If Problem

☐ After 4:30

☒ Walk In

☐ Will Wait

☒ Pick Up

☐ Mail Out

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

CERTIFIED  
COPY

45220-00 1995

**ARTICLES OF INCORPORATION**  
**OF**  
**SWIMMING POOL PARADISE, CORP.**

FILED  
MAY 28 PM 2 14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, hereby for the purpose of becoming a Corporation under the laws of the State of Florida, by and under the provisions of the State of Florida providing for the formation, liability, rights, privileges and immunities of a Corporation for profit, declare.

**ARTICLE I - NAME**

The name of the corporation shall be **SWIMMING POOL PARADISE, CORP.**

**ARTICLE II - ACTIVITY**

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

**ARTICLE III - MAXIMUM SHARES**

The maximum shares of stock, at ten cents (\$0.10) par value, that this Corporation is authorized to have outstanding at any time is **One Thousand (1,000) shares.**

**ARTICLE IV - AMOUNT OF INITIAL CAPITAL**

The amount of capital with which this Corporation shall begin business will not be less than **One hundred dollars (\$100.00) Dollars.**

**ARTICLE V - CAPITAL STOCK**

The capital stock of this Corporation may be issued pursuant to a plan under Section 1244, Internal Revenue Code of 1954, as amended by the Small Business Tax Provision of 1958. All of the stocks and securities in lieu of cash or at a just valuation to be determined by the Board of Directors of this Corporation.

**ARTICLE VI - EXISTENCE**

This Corporation is to have perpetual existence.

**ARTICLE VII - PRINCIPAL OFFICE**

The principal office of this Corporation shall be at:

**905 SOUTH BAYSHORE DRIVE #325  
MIAMI, FLORIDA 33131**

**ARTICLE VIII - BOARD OF DIRECTORS**

The number of the board of directors of the Corporation shall not be less than one person. The name and post office address of the first Board of Directors, who, subject to the provisions of the Certification of Incorporation, the By-laws and the acts of legislature, shall hold office for the first year of the corporation's existence, or until his successor is elected and shall be duly qualified, is:

**FERNANDO ANTONIO GONÇALVES PEREIRA DE MESQUITA . Director/President  
905 SOUTH BAYSHORE DRIVE #325  
MIAMI, FLORIDA 33131**

**ARTICLE IX - SHAREHOLDERS**

The names and post office addresses of each shareholder to the articles of incorporation are as follows:

**COMÉRCIO E REPRESENTAÇÕES GONÇALVES, LTDA. . . . . 510 Shares  
RUA MANOEL SANTOS MOREIRA, 84 - LOJAS 1 E 2  
CASA CAIADA, OLINDA, PE 53130-250 - BRAZIL**

**FERNANDO ANTONIO GONÇALVES PEREIRA DE MESQUITA . . . . . 490 Shares  
905 SOUTH BAYSHORE DRIVE #325  
MIAMI, FLORIDA 33131**

#### **ARTICLE X - INCORPORATORS**

The names and post office addresses of each incorporator to the articles of incorporation are as follows:

**FERNANDO ANTONIO GONÇALVES PEREIRA DE MESQUITA  
905 SOUTH BAYSHORE DRIVE #325  
MIAMI, FLORIDA 33131**

#### **ARTICLE XI - LIMITATIONS OF CORPORATE STOCK**

Limitations of Corporate Stock: No shareholder of this Corporation may sell or transfer stock in this corporation except to another individual who is eligible to be a stockholder in the Corporation, and such sale or transfer may be made only after the same shall have been approved at a stockholders' meeting specifically called for that purpose by not less than a majority of the outstanding stock at such stockholders voting at such meeting shall have first option to purchase the shares from the selling shareholders; the shares of stock held by the shareholder proposing to sell or transfer his shares may not be voted or counted for any purpose at said meeting.

#### **ARTICLE XII - FURTHER RIGHTS**

The Corporation shall have the further right and power to, from time to time, determine whether and to what extent, at what time and places and under what conditions and regulations the accounting books of this Corporation, other than stock book, or any of them, shall be open to the inspection of the stockholders. No stockholder shall have any right to inspect any account book or document of this Corporation, except as conferred by statute, unless authorized by resolution of the stockholders or Board of Directors or Officers in addition to the foregoing and in addition to the powers authorized and expressly conferred by statute. Both stockholders and Directors shall have the power, if the By-laws so provide, to hold their respective meetings and to have one or more officers, within or without the State of Florida, and to keep the books of this Corporation subject to the provisions of the Statute outside the State of Florida at such places as may from time to time be designated by the Board of Directors. The Corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by Statute, and all rights conferred upon the stockholders herein or granted subject to this reservation.

The undersigned, being the incorporators named for the purpose of forming a Corporation for profit to do business both within and out of the State of Florida, hereby make, subscribe and acknowledge having filed these Articles hereby declaring and certifying that the facts herein stated are true, and to respectively agree to abide by the Articles as hereinstated.

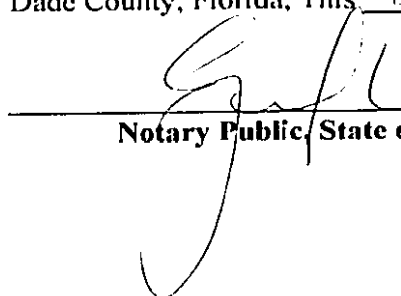
Subscribed at Miami, Dade County, Florida, this 24 day of AUGUST, 1995.

  
\_\_\_\_\_  
**FERNANDO ANTONIO GONÇALVES PEREIRA DE MESQUITA**

STATE OF FLORIDA    |  
                              |        SS.  
COUNTY OF DADE    |

Before me, the undersigned authority, duly authorized to administer oaths and receive acknowledgements, personally appeared **FERNANDO ANTONIO GONÇALVES PEREIRA DE MESQUITA** who, after showing Passport as identity and being duly sworn by me, depose and say that he signed the above foregoing Articles of Incorporation for the purposes therein set forth.

**WITNESS** my hand and official seal at Miami, Dade County, Florida, This 24 day of AUGUST, 1995.

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

**My commission expires:**



**CERTIFICATE DESIGNATING  
PLACE OF BUSINESS OR DOMICILE  
FOR SERVICE OF PROCESS WITHIN THE  
STATE OF FLORIDA**

**FILED**  
**1995 AUG 28 PM 2 14**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

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

That **SWIMMING POOL PARADISE, CORP.** is qualified to do business under the laws of the State of Florida, with its principal office at **905 SOUTH BAYSHORE DRIVE #325 - MIAMI, FLORIDA 33131** and has appointed **FERNANDO ANTONIO GONÇALVES PEREIRA DE MESQUITA**, at the same principal office address 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 the place designated in the Certificate, I hereby state that I am familiar with, understand and accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.



**FERNANDO ANTONIO GONÇALVES PEREIRA DE MESQUITA**  
**Registered Agent**

PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM.

APPLICATION  
FOR  
REINSTATEMENT



FLORIDA DEPARTMENT OF STATE  
Sandra B. Northam  
Secretary of State  
DIVISION OF CORPORATIONS

DOCUMENT # P95000066367

SWIMMING POOL PARADISE, CORP.

96 OCT -7 PM 12:21

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



Principal Place of Business

905 S BAYSHORE DRIVE #325  
MIAMI FL 33131

Mailing Address

905 S BAYSHORE DRIVE #325  
MIAMI FL 33131

1. If above addresses are incorrect in any way, use through an error information and enter correction below.  
2. How Principal Office Address, If Applicable

State Apt # etc  
MIAMI FL 33131  
City, State  
MIAMI, FLORIDA  
Country  
U.S.A.

3. How Mailing Office Address, If Applicable

State Apt # etc  
MIAMI FL 33131  
City, State  
MIAMI, FLORIDA  
Country  
U.S.A.

4. Date Incorporated or Qualified  
To Do Business in Florida

08/28/1995

5. FIC Number  
65-0006218

Applied For  
Not Applicable

6. CERTIFICATE OF STATUS DESIRED

\$8.75 Additional Fee required  
for a Certificate of Status

7. Names and Street Addresses of Each Officer and/or Director for Florida nonprofit corporations must list at least 3 directors

Officers and/or Directors

PD DE MESQUITA, FERNANDO A

VP DE MESQUITA, PAULO

Street Address of Each  
Officer and/or Director  
(Do NOT Use Post Office Box Numbers)

905 S BAYSHORE DRIVE #325  
MIAMI FL 33131  
777 N.E. 62 ST Apt 112-C

City / State / Zip

MIAMI FL 33131  
MIAMI FL 33138  
MIAMI Beach, FL 33138

300001981538--8  
-10/21/95-01055-018  
\*\*\*3883.75 \*\*\*3883.75

8. Name and Address of Current Registered Agent

DE MESQUITA, FERNANDO A  
905 S BAYSHORE DRIVE #325  
MIAMI FL 33131

9. Name and Address of New Registered Agent

N/A

Address (P.O. Box Number is Not Acceptable)

City, State, Zip

City

State  
FL

Zip Code

10. I, being appointed the registered agent of the above named corporation, am familiar with and accept the obligations of Section 607.0505, F.S.

Signature of  
Registered Agent

FERNANDO A. DE MESQUITA

REGISTERED AGENT MUST SIGN

Date 10-02-96

11. Does this corporation pay any intangible tax to the  
Dept. of Revenue under S. 199.032, Florida Statutes. Yes ☐ No ☐

(See other side for information  
on intangible tax.)

12. I certify that I am an officer or director or the receiver or trustee empowered to execute this application as provided for in chapter 607 or 617, F.S. I further certify that when filing this reinstatement application, the reason for dissolution has been eliminated, the corporate name satisfies the requirements of section 607.0401 or 617.0401, F.S., that all fees owed by the corporation have been paid and the names of individuals listed on this form do not qualify for an exemption under section 119.07(3)(i), F.S. The information indicated on this application is true and accurate, and my signature shall have the same legal effect as if made under oath.

SIGNATURE:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

FERNANDO A. DE MESQUITA

10/02/96  
Date

(305)  
754 6531  
Daytime Phone #