

P95000071119

MEMO

To: Division of Corporations
From: Lilliana Villavicencio
Date: September 8, 1995

Enclosed please find check in the amount of \$122.50 to cover the filing fees for "Giramondo, Inc."

Please send your correspondence to:

P.O. Box 171810, Hialeah, Florida 33017-1810

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***122.50 ***122.50

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9/13/95

FILED
95 SEP 11 AM 11:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

Giramondo, Inc.

FILED
25 SEP 11 AM 11:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, all of whom are of legal age, do hereby associate ourselves for the purpose of becoming a corporation under the laws of the State of Florida authorizing the formation of corporation.

ARTICLE I

NAME

The name of this Corporation shall be:

Giramondo, Inc.

ARTICLE II

GENERAL NATURE OF BUSINESS

The general nature of the business and the objects and purpose proposed to be transacted and carried on are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might or could do, viz:

a) To import, export, purchase, obtain on consignment or otherwise be in possession of all goods, appliances, to otherwise purchase, lease, build, construct, erect, occupy and manage buildings of every kind and character whatsoever; to finance the purchase, improvement, development and construction of land buildings belongings to or to be acquired by this company, or any person, firm or corporation.

b) To purchase, manufacture, acquire, hold own, mortgage, hypothecate, pledge, lease, sell, assign, transfer, invest in, trade real and personal property of every kind and description.

c) To subscribe for, purchase, invest in, hold, own, assign, pledge and otherwise dispose of shares of capital stock bonds, mortgages, debentures, notes and other securities, obligations, contracts and evidence of indebtedness of any persons, firms, associations or other corporations, whether domestic or foreign, and to exercise in respect of any such shares of stock, bonds and other securities, any and all rights, powers and privileges of individual ownership, including the right to vote thereon, to issue bonds and other obligations, and to secure the same by pledging or mortgaging the whole or any part of the property of the Company, and to sell such bonds and other obligations for proper corporate purposes, and to do any and all acts and things tending to increase the value of the property at any time held by the Company.

d) To acquire, hold, undertake and fully exploit the goodwill property rights, franchise and assets of every kind, and the liabilities of any persons, firm, association or corporation, either wholly or partly, and to pay for the same in cash, stocks or bonds of the Company or otherwise.

e) To borrow money and contract debts when necessary in the purchase or acquisition of real, personal and intangible property, business rights or franchise, or for additional working capital, or any other object in or about its business or

affairs and without limit as to amount, to incur debt and to raise, borrow and secure the payment of money in any lawful manner, including the issue and sale or other disposition of bonds, warrants, debentures, obligations, negotiable and transferable instruments and evidences of indebtedness of all kinds, whether secured by mortgage, pledge, deed of trust or otherwise.

f) In any manner to acquire, enjoy, utilize and to dispose of patents, copyrights and trademarks, and any license or other rights or interest therein and thereunder.

g) To conduct business and operations and to have one or more offices and hold, purchase, mortgage, lease, dispose of, deal in, and convey real and personal property without restrictions in this State and in any other of the several States, territories, possessions, and dependencies of the United States, District of Columbia, and in any and all foreign countries.

h) To purchase or otherwise acquire, become interested in, deal in and with, invest in, hold, pledge, sell, mortgage, lend money on, exchange or otherwise dispose of, or turn to account or realize upon as owner, agent, broker or factor, all forms of securities, including stocks, bonds, debentures, mortgages, notes evidences of indebtedness, leases, options, certificates of interest participation certificates, voting trust certificates evidencing shares of or interest in common law trust, trust, and estates or associations, certificates of trust or beneficial interest in trust, mortgages, contracts and other instruments, securities and rights, to investigate and report with respect

to, and to undertake, carry on, aid, assits or participate in the organizational liquidation or re-organization of financial, commercial, mercantiled, manufacturing, industrial or other business concerns, firms, association and corporations, to institute, participate in or promote commercial, mercantile, financial and industrial enterprises and operations.

i) To engage, in and carry on any advertising business in connection with property of any nature, owned, leased or otherwise acquired by this corporation, as principal or agent, with power to let contracts for any such advertising, and to make and carry out contracts of every kind and nature that may be conducive to the accomplishment of any purpose of the Corporation.

j) To do any and all things, and everything necessary and proper for the accomplishments of the objects enumerated in these Articles of Incorporation or any amendment hereto necessary and incidental to the protection and benefit of the corporation and in genral to carry on any lawful business necessary or incidental to the attainment of the objects of the corporation, whether or not such business is similar in nature to the objects set forth herein, it being understood that the enumerating of specific powers in this Certificate of Incorporation shall not be deemed to be exclusive, but all other lawful powers conferred by the statutes of the State of Florida are hereby included.

ARTICLE III

CAPITAL STOCK

The capital stock of this corporation shall be 1,500

shares \$ 5.00 each, common stock. This stock shall have full voting rights, pre-emptive privileges, non-cumulative as to dividends, and shall be issued fully paid and non-assessable. The stock shall be restricted as to transfer as follows: This stock may not be transferred on the books of this corporation, without first giving the right of purchase for ten (10) days to the corporation at the book value of the stock, and thereafter for five (5) days to any stockholders, of record at the same price and terms of any bona fide offer which the holder may desire to accept.

All of said stock shall be payable in cash, equipment, property, real or personal labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of this Corporation.

ARTICLE IV

CAPITAL TO BEGIN BUSINESS

The amount of capital with which this corporation shall commence business shall not be less than \$ 200.00 dollars

ARTICLE V

CORPORATE EXISTENCE

This corporation shall exist perpetually unless sooner dissolved according to the law.

ARTICLE VI

PRINCIPAL PLACE OF BUSINESS

The principle place of business of said corporation shall be at:

11460 S.W. 144th Path, Miami, Florida 33186
with the privilege of having branch offices at other places with-
in or without the State of Florida.

ARTICLE VII

NUMBER OF DIRECTORS

The number of Directors of this Corporation shall be not less than one no more than one.

ARTICLE VIII

DIRECTORS

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:

NAME	ADDRESS
Liliana Villavicencio Pres/Sec/Treasurer	11460 S.W. 144th Path Miami, Florida 33186

ARTICLE IX

SUBSCRIBERS

NAME	ADDRESS
Liliana Villavicencio (100%)	11460 S.W. 144 Path, Miami, Fl

ARTICLE X

This corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute or set out in the Corporate By-Laws, so long as same does not conflict with the Florida Statutes.

The Directors of this corporation shall have the power to make or amend the By Laws and to fix any amount to be reserved for working capital.

The private property of the stockholders shall not be subject to the payment of the corporate debts in any extent whatever. The corporation shall have a first lien on the shares of its members and upon the dividends due them for any indebtedness of such members of the corporation.

ARTICLE XI

The officers of the corporation shall be controlled by the Board of Directors, and each resolution shall require the approval by majority vote of all directors before its adoption as a corporate act.

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

The original incorporators of this corporation shall have the right, upon its organization, to assign and deliver their subscriptions of stock as set forth in Article IX hereof,

to any other person, or to firms or corporations who may hereafter become subscribers to the capital stock of the corporation, who, upon acceptance of said assignment, shall stand in lieu of the original incorporators, and assume and carry out all the rights, liabilities and duties entailed by said subscribers, subject to the laws of the State of Florida, and the execution of the necessary instruments of assignment.

ARTICLE XII

The register agent of the Corporation shall be:

Liliana Villavicencio

The register office of the corporation shall be:

11460 S.W. 144 Path, Miami, Florida 33186

IN WITNESS WHEREOF, WE the undersigned, being each of original subscribers to the capital stock hereinabove named, for the purpose of foregoing a corporation to do business both within and without the State of Florida, under the laws of Florida, do make and file these Articles, hereby declaring and certifying that the facts herein stated are true, and do respectfully agree to take the number of shares hereinabove set forth, and hereunto set our hands and seal this 7th day of September, 1995

<u>Liliana Villavicencio</u> (Seal)	_____ (Seal)
_____ (Seal)	_____ (Seal)
_____ (Seal)	_____ (Seal)

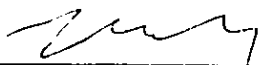
STATE OF FLORIDA)
) S.S.
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally
appeared

Liliana Villavicencio

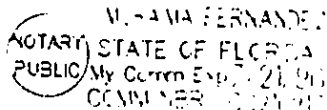
who are known to me to be the person(s) described in and who
executed the foregoing Articles of Incorporation, and who, after
being by me first duly sworn on oath, depose and say and do
acknowledge before me, that the said Articles to be the act and
deed of the signers respectively and respectfully, and the facts
and matters therein set forth are true and correct.

WITNESS my hand and official seal at Miami, Dade
County, Florida this 7th day of September , 1995



Notary Public State of Florida at Large

My commission expires:



Certificate designating place of business or domicile for
for the service of process within Florida, naming agent upon whom
process may be served.

In compliance with Section 48-901 Florida Statutes, the
following is submitted:

First that: Giramondo, Inc.

desiring to organize or qualify under the laws of the State of
Florida with its principal place of business at the city of
Miami, State of Florida has named Liliana Villavi-
cencio (Resident Agent) located at 11460 S.W. 144 Path
City of Miami, State of
Florida, as its agent to accept service of process within Florida.
Signature Liliana Villavicencio
(Corporate Officer)

Title: President

Date: 09/07/95

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 Liliana Villavicencio
(Resident Agent)

Date: 09/07/95

FILED
95 SEP 11 AM 11:53
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM.

APPLICATION
FOR
REINSTATEMENT



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

DOCUMENT # P95000071119

1. Corporation Name
GIRAMONDO, INC.

Principal Place of Business

11460 S.W. 144TH PATH
MIAMI FL 33186

Mailing Address

11460 S.W. 144TH PATH
MIAMI FL 33186

96 DEC 30 AM 11:57

SECRETARY OF STATE
TALLAHASSEE, FLORIDA



If above addresses are incorrect in any way, line through incorrect information and enter correction below

2. New Principal Office Address, If Applicable

Suite, Apt. #, etc.

City & State

Zip

Country

3. New Mailing Office Address, If Applicable
14840 SW 104 ST.
Suite, Apt. #, etc.

City & State

Zip

Country

unit # 99
Miami, FL
33196 DADE

4. Date Incorporated or Qualified
To Do Business in Florida

09/11/1995

5. FEI Number

☒ 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 (Florida nonprofit corporations must list at least 3 directors)

1. Title(s)	2. Name of Officers and/or Directors	3. Street Address of Each Officer and/or Director (Do NOT Use Post Office Box Numbers)	4. City / State / Zip
PSTD	VILLAVICENCIO, LILIANA	11460 S.W. 144TH PATH	MIAMI FL 33186

9000002050469--3
-01/08/97--01049--021
****395.00 ****395.00

8. Name and Address of Current Registered Agent

VILLAVICENCIO, LILIANA
11460 S.W. 144TH PATH
MIAMI FL 33186

9. Name and Address of New Registered Agent

Name
LILIANA VILLAVICENCIO
Street Address (P.O. Box Number is Not Acceptable)
14840 SW 104 St.
Suite, Apt. #, Etc.
unit # 99
City
Miami
State
FL
Zip Code
33196

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

Liliana Villavicencio
REGISTERED AGENT MUST SIGN

Date 12/26/96

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: LILIANA VILLAVICENCIO
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

12/26/96
Date

305-387-5516
Daytime Phone #