

P960000/16931

Charter Number Only

2/23/96

Salomon Lucki

Requestor's Name

1996 SW 1 St.

Address

Miami FL 33135 33135

City

State

ZIP

Phone

643-5790D

VALIDATION ONLY

FILED  
96 FEB 23 PM 12:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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CORPORATION(S) NAME

JOYERIA LINARES, INC.



TELEPHONE Toll Free: 1-800-432-3028

- |  |   |   |
|--|---|---|
| <input checked="" type="checkbox"/> Profit         | <input type="checkbox"/> Amendment              | <input type="checkbox"/> Merger                     |
| <input type="checkbox"/> NonProfit                 | <input type="checkbox"/> Foreign                | <input type="checkbox"/> Mark                       |
| <input type="checkbox"/> Limited Partnership       | <input type="checkbox"/> Dissolution            | <input type="checkbox"/> Other                      |
| <input type="checkbox"/> Reinstatement             | <input type="checkbox"/> Annual Report          | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reservation               | <input type="checkbox"/> Certificate Under Seal |   |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Photo Copies           |   |
| <input type="checkbox"/> Call When Ready           | <input type="checkbox"/> Call if Problem        | <input type="checkbox"/> After 4:30                 |
| <input checked="" type="checkbox"/> Walk In        | <input type="checkbox"/> Will Wait              | <input checked="" type="checkbox"/> Pick Up         |
|  |   | <input type="checkbox"/> Mail Out                   |

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| Acknowledgment |
| W.P. Verifier  |

CERTIFIED COPY

DIVISION OF CORPORATION

96 FEB 23 AM 10:55

RECEIVED

F. GRESSER

FEB 23 1996

**ARTICLES OF INCORPORATION**

**OF**

JOYERIA LINARES, INC.  
LINARES JEWELRY, INC.

FILED  
90 FEB 23 PM 12:02  
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, each "a natural person, domestic or foreign corporation, partnership, limited partnership or association, competent to contract, hereby associate themselves together to form a corporation under the Laws of the State of Florida.

**ARTICLE I. - NAME**

The name under which this corporation will conduct its business and be known and recognized is:

JOYERIA LINARES, INC.  
LINARES JEWELRY, INC.

**ARTICLE II. - NATURE OF BUSINESS**

The general nature of the business to be transacted by this corporation shall be:

Any and all activities permitted under the Laws of the State of Florida and the United States of America.

### **ARTICLE III. - CAPITAL STOCK**

The maximum number and class of shares of stock that this corporation is authorized to have outstanding at any one time are: 100 shares no par value.

Stock (including treasury shares) may be paid for by cash or other property, tangible or intangible, or by labor or services actually performed for the corporation. Neither promissory notes nor future services shall constitute payment or part payment for the issuance of shares.

All the aforementioned stock is to be issued as fully paid for and exempt from assessment. Each share representing one vote. There will be no pre-emptive rights on the part of the shareholders to acquire unissued or treasury shares or convertible securities.

### **ARTICLE IV. - TERM OF EXISTENCE**

This corporation is to exist perpetually unless a voluntary dissolution by the written consent of all its shareholders or an act of the corporation to that effect takes place.

### **ARTICLE V.- ADDRESS**

The initial place of business address of this corporation in the State of Florida is: 1958 West Flagler Street  
Miami, Florida 33135

The registered office address for this corporation in the State of Florida will be: 1800 N.W. 24th. Avenue #208  
Miami, Florida 33125

Its registered agent: JUAN LINARES

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

#### **ARTICLE VI. - SHAREHOLDERS**

Shareholders meetings will take place once a year within or without the geographical boundaries of the State of Florida.

A majority of the shares entitled to vote, represented in person or proxy, shall constitute a Quorum, but in no event shall a quorum consist of less than one third of the shares entitled to vote at the meeting.

Shareholders will have the power to adopt, alter, amend or repeal corporate by-laws or they may vest such responsibilities on the Board of Directors.

#### **ARTICLE VII. - DIRECTORS**

This corporation shall have two Directors initially.  
The number of directors may be increased or decreased from time

to time in such manner as may be prescribed by the By-Laws, but shall never be less than one (1).

The corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a director or officer of the corporation, and any person who serves at the request of this corporation, as a director or officer of any other corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his having heretofore or hereafter been a director or officer of the corporation, or by reason of any action alleged to have been heretofore or hereafter taken or omitted by him as such director or officer, and shall reimburse each such person for all legal and other expenses reasonably incurred by him in connection with any claim or liability provided that no person shall be indemnified against, or be reimbursed for, any expenses incurred in connection with any claim or liability as to which it shall be adjudged that such officer or director is liable for negligence or will full misconduct in the performance of his duties.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled nor shall anything herein contained restrict the right of the corporation to indemnify reimburse such person in any proper case even though not specifically herein provided for.

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be effected or invalidated by the fact that any of the directors of the corporation are pecuniarily or otherwise interest in, or are directors or officers of, such other corporation; any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the corporation, provided that the fact that he or such firm so interested shall be disclosed or shall have been known to the Board of Directors or such members thereof as shall be present at any meeting of the Board at which action upon any such contract or transaction shall be taken; and any director of the corporation who is also a director or officer of such other corporation or is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with the like force and effect as if he were not such director or officer of such other corporation or not so interested.

**ARTICLES VIII. - INITIAL DIRECTORS**

The names and post office addresses of the members of the first Board of Directors are:

**Name**

**Address**

JUAN LINARES

1800 N.W. 24th. Avenue #208  
Miami, Florida 33125

DALIA PEREZ

2820 S.W. 80th. Avenue  
Miami, Florida 33155

**ARTICLE IX. - SUBSCRIBERS**

The name and post office address of each subscriber of these Articles of Incorporation is:

**Name**

**Address**

JUAN LINARES

1800 N.W. 24th. Avenue #208  
Miami, Florida 33125


**ARTICLE X. - AMENDMENT**

These Articles of Incorporation may be amended in any or as many respects as may be desired, provided that the amended articles contain only such provisions as might be lawfully contained in the original articles at the time of the amendment.

A charter amendment requires the affirmative vote of the holders of a majority of the shares entitled to vote thereon.

Restated articles of incorporation may be adopted.

IN WITNESS WHEREOF, the parties to these Articles of Incorporation have hereunto set their hands and seals this 22<sup>ND</sup> day of February, 1996.

  
\_\_\_\_\_(SEAL)  
JUAN LINARES  
\_\_\_\_\_(SEAL)  
\_\_\_\_\_(SEAL)

STATE OF FLORIDA )  
                              : ss  
COUNTY OF DADE )

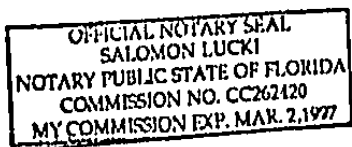
I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County named above, to take acknowledgements, personally appeared

JUAN LINARES  
to me known to be the persons described as subscribers in and who executed the foregoing Articles of Incorporation, and acknowledged before me that they subscribed to these Articles of Incorporation.

IN WITNESS THEREOF, I set my hand and official seal in the County and State named above this 22 day of February 1996.

*Salomon Lucki*  
\_\_\_\_\_  
NOTARY PUBLIC

SALOMON LUCKI, ESQ.  
My Commission Expires




**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 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That JOYERIA LINARES, INC.  
LINARES JEWELRY, INC.  
desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at City of Miami, County of Dade, State of Florida, has named JUAN LINARES located at 1800 N.W. 24th. Avenue #208 City of Miami County of Dade, State of Florida, as its agent to accept services 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 in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By   
Resident Agent  
JUAN LINARES

FILED  
96 FEB 23 PM 12:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

P96000016931

Charter Number Only

10-31-96

Crome de la Torriente

Resistor's Name

155 S.W. 25 Rd.

Address

Miami FL 33129

City

State

ZIP

Phone

#857-3434A

VALIDATION ONLY

FILED  
96 NOV - 1 PM 2:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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\*\*\*\*\*35.00 \*\*\*\*\*35.00

CORPORATION(S) NAME

Joyeria Linares, Inc.

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

FILED  
96 NOV - 1 PM 2:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

96 NOV - 1 AM 10:35  
DIVISION OF CORPORATION

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| Verifier       |
| Acknowledgment |
| W.P. Verifier  |

CR2E031 (R8-85)

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF**

JOYERIA LINARES, INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

**FIRST:** Amendment (s) adopted: (indicate article number(s) being amended, added or deleted)

**ARTICLE VIII** THE NAMES AND POST OFFICE ADDRESSES OF THE MEMBERS OF THE NEW BOARD OF DIRECTORS ARE AS FOLLOWS:

**SANDRA ABAY, PRESIDENT/SECRETARY/DIRECTOR**  
ADDRESS: 6883 SW 130<sup>TH</sup> AVENUE, MIAMI, FLORIDA 33183

**LIDIA ABAY, VICE PRESIDENT/DIRECTOR**  
ADDRESS: 6883 SW 130<sup>TH</sup> AVENUE, MIAMI, FLORIDA 33183

**SECOND:** If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

N/A

**THIRD:** The date of each amendment's adoption:

AUGUST 28, 1996

**FOURTH:** Adoption of Amendment (s) (check one)

☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups.

*The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by \_\_\_\_\_."

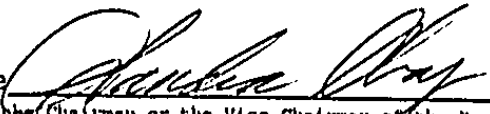
☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

— The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 30 day of October, 1996.

Signature

  
(By the Chairman or the Vice Chairman of the Board of Directors,  
President or other Officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR


(By and incorporator if adopted by the incorporators)

SANDRA ABAY  
TYPED OR PRINTED NAME

PRESIDENT  
TITLE

STATE OF FLORIDA  
COUNTY OF DADE

THE FOREGOING instrument was acknowledged before me this 30<sup>th</sup> day of October, 1996, by SANDRA ABAY, AS PRESIDENT of JOYERIA LINARES, INC., who is personally known to me or ~~who produced a Florida Driver License~~ as proper identification and who did not take an oath.

  
NOTARY PUBLIC  
State of Florida at Large

