

P96000023580

3/15/96

FLORIDA DIVISION OF CORPORATIONS

8:51 AM

PUBLIC ACCESS SYSTEM

((H96000003696))

ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS

FROM: FAG-T CORP. AGENTS, INC.

DEPARTMENT OF STATE

8405 NW 53RD ST

STATE OF FLORIDA

SUITE C-100

409 EAST GAINES STREET

MIAMI FL 33166-

06194

TALLAHASSEE, FL 32399

CONTACT: LIDIA FERNANDEZ

FAX: (904) 922-4000

PHONE: (305) 599-0839

FAX: (305) 592-9591

((H96000003696))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: MARACAY COFFEE SHOP, INC.,

FAX AUDIT NUMBER: H96000003696

CURRENT STATUS: REQUESTED

DATE REQUESTED: 03/15/1996

TIME REQUESTED: 08:51:01

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 4

METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$122.50

ACCOUNT NUMBER: 071001002335

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

((H96000003696))

** ENTER 'M' FOR MENU. **

3/15/96

FLORIDA DIVISION OF CORPORATIONS

8:51 AM

PUBLIC ACCESS SYSTEM

7:11 PM
95 MAR 15 PM 2:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED 1996 MAR 15 10:15 AM

25:11:17 95 MAR 15

RECEIVED

B. REGISTER MAR 15 1996

H96000003696

**ARTICLES OF INCORPORATION
OF
MARACAY COFFEE SHOP, INC.**

95 MAR 15 PM 2:25

SECRET
TALLAHASSEE, FLORIDA

We, the undersigned, hereby associate together for the purpose of becoming a corporation under the Laws of the State of Florida, by and under the provision of the Laws of said State providing for the information, liabilities rights, privileges and immunities of a corporation for profit.

**ARTICLE I
NAME, ADDRESS AND AGENT**

The name of this corporation shall be: MARACAY COFFEE SHOP, INC. Here and after referred to as the corporation Its principal office shall be located at: 2208 N.W. 28 STREET, MIAMI, FL, 33142 Its Registered agent shall be: AMPARO JAIMES.

**ARTICLE II
NATURE OF BUSINESS**

Section 1. The general nature of the business and objects and purposes to be transacted, promoted and carried on are to do any and all things herein after mentioned, as fully and to the same extent as natural persons might of could, viz.

A.- To carry on business in the United States of North America or any foreign Country or Countries, to buy, sell, export, lease, sublicense, hold, procure, transport, manufacture, acquire and deal generally, both in wholesale and retail, in goods and services of all types, both as principal, and/ or agent in any part of the world.

**ARTICLE III
CAPITAL STOCK**

The capital stock of the Corporation upon commencing business operation shall consist of ONE HUNDRED (100) shares of \$ 10.00 dollars per value for Incorporation purposes, each share will have a nominal value set at TEN DOLLARS (\$10.00) per share as consideration. Said shares of common stock to have \$ 10.00 as per value, all shares to be issued fully paid and non assessable, the capital stock of this corporation may be paid in lawful money of the U.S.A. in property, labor or services at a fair and just valuation to be fixed by the stockholder or by the Board of Directors. Determination of just value fixed by the Board of Directors is to be conclusive proof of said value.

Prepared by: Amparo Jaimes
2208 N.W. 28th St.
Miami, FL 33142
(305) 634-9939

H96000003696

**ARTICLE IV
INITIAL CAPITAL**

The amount of capital with which the Corporation shall begin business shall not be less than **ONE THOUSAND DOLLARS (1000.00)**

**ARTICLE V
TERM OF EXISTENCE**

The Corporation shall have perpetual existence.-----

**ARTICLE VI
BOARD OF DIRECTORS**

The Board of Directors shall consist of not less than (2) persons.

**ARTICLE VII
INITIAL DIRECTORS AND OFFICERS**

The name and address of the first Board of Director who are subject to the provisions of these articles of Incorporation, the By-laws and the act of the legislature approved June 1, 1925, and the acts amendatory thereto, shall hold office for the first year of the corporation's existence, or until their successors are elected and shall have qualified are the following.-----

NAME	ADDRESS	TITLE
Amparo Jaimes	10416 N.W. 32 Place Miami, Fl. 33147	PRESIDENT
Hector Bedoya	The same	SECRETARY TREASURER

**ARTICLE VIII
SUBSCRIBERS**

NAME	TITLE	SHARES
Amparo Jaimes	PRESIDENT	50%-
Hector Bedoya	SEC./TREASURER	50%

BY-LAWS

The regulation of the business and the conduct of the affair of the corporation and the provision creating and limiting the power of the corporation, the directors and the stockholders or any class of stockholders of the corporation, shall be controlled by the By-laws which shall be adopted by stockholders of the corporation as soon as practicable after the corporation shall be formed which said By-laws may from time to time and whenever be necessary by amended by the Board of Directors of the Corporation IN WITNESS WHEREOF, The undersigned have made and signed these Articles of incorporation at Miami, Florida County of Dade.-----



AMPARO JAIMES
PRESIDENT



HECTOR BEDOYA
SEC./TREASURER

STATE OF FLORIDA)

) S.S

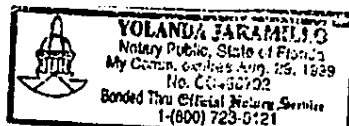
COUNTY OF DADE)

I, HEREBY CERTIFY that on this March 13th, 1996 before me personally appeared the undersigned authority: AMPARO JAIMES AS PRESIDENT AND HECTOR BEDOYA AS SECRETARY/TREASURER., to me well known to be the person and subscriber and who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have here unto set my hand and official seal, at Miami, County of Dade, State of Florida.



YOLANDA JARAMILLO



**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/ registered agent, in the State of Florida.

1.- The name of the corporation is:

MARACAY COFFEE SHOP, INC.

2.- The name and address of the registered agent and office is:

**AMPARO JAIMES
2208 N.W. 28 STREET
MIAMI, FL. 33142**

Signature: _____

**AMPARO JAIMES
President**

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE . I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPERTY AND COMPLETE PERFORMANCE OF MY DUTIES AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

**AMPARO JAIMES
Registered Agent**