

H9600003736

(((H9600003736)))

TO: DIVISION OF CORPORATIONS  
DEPARTMENT OF STATE  
409 EAST GAINES STREET  
TALLAHASSEE, FL 32399  
FAX: (904) 922-4000

FROM: CONTINENTAL STAMP & SEAL  
8744 SW 133 STREET

MIAMI, FL 33176-5929000  
CONTACT: KATHRYN DELFINO  
PHONE: (305) 232-2226  
FAX: (305) 238-6422

(((H9600003736)))

DOCUMENT TYPE: FLORIDA CORPORATION OR P.A.

NAME: SOMMER COOL, INC.  
FAX AUDIT NUMBER: H9600003736  
DATE REQUESTED: 02-02-96  
CERTIFIED COPIES: 0  
NUMBER OF PAGES: 3  
ESTIMATED CHARGE: \$78.75

CURRENT STATUS: REQUESTED  
TIME REQUESTED: 12:00 P.M.  
CERTIFICATE OF STATUS: 1  
METHOD OF DELIVERY: FAX  
ACCOUNT NUMBER: 070253003503

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.  
(((H9600003736)))

FILED  
96 MAR 18 PM 12:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

3/18

RECEIVED

96 MAR 18 AM 10:41

RECEIVED

FLORIDA DIVISION OF CORPORATIONS  
PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET

(((H96000003736)))

TO: DIVISION OF CORPORATIONS  
DEPARTMENT OF STATE  
409 EAST GAINES STREET  
TALLAHASSEE, FL 32399  
FAX: (904) 922-4000

FROM: CONTINENTAL STAMP & SEAL  
8744 SW 133 STREET

MIAMI, FL 33176-5929000

CONTACT: KATHERYN DELFINO

PHONE: (305) 232-2226

FAX: (305) 238-6422

(((H96000003736)))

DOCUMENT TYPE: FLORIDA CORPORATION OR P.A.

NAME: SOMMER COOL, INC.

FAX AUDIT NUMBER: H96000001617

DATE REQUESTED: 02-02-96

CERTIFIED COPIES: 0

NUMBER OF PAGES: 3

ESTIMATED CHARGE: \$78.75

CURRENT STATUS: REQUESTED

TIME REQUESTED: 12:00 P.M.

CERTIFICATE OF STATUS: 1

METHOD OF DELIVERY: FAX

ACCOUNT NUMBER: 070253003503

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.

(((H96000003736)))

*W916-5732*  
*for Audit*  
*# 1617*

FLORIDA DIVISION OF CORPORATIONS

96 MAR 15 PM 1:30

RECEIVED

March 15, 1996

CONTINENTAL STAMP & SEAL

MIAMI, FL

SUBJECT: SOMMER COOL, INC.  
REF: W96000005732

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

FAX AUDIT NUMBER ON COVER SHEET DIFFER FROM FAX AUDIT NUMBERS IN ARTICLES, PLEASE CORRECT.

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) 487-6934.

Loria Poole  
Corporate Specialist

FAX Aud. #: H96000003736  
Letter Number: 096A00011839

1180000003730

**ARTICLES OF INCORPORATION**

**OF**

SOMMER COOL, INC.

The undersigned Incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

96 MAR 18 PM 1:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

**ARTICLE I NAME**

The name of the corporation shall be:

SOMMER COOL, INC

**ARTICLE II PRINCIPAL OFFICE**

The principal place of business and mailing address of the corporation shall be:

3084 S.W. 27 AVE.  
SUITE 27  
COCONUT GROVE, FL 33133

**ARTICLE III CAPITAL STOCK**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

2000 Shares  
\$1 PAR

**ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS**

The name and address of initial registered agent is:

VALDEMAR SANTOS  
3084 S.W. 27 AVE.  
SUITE 27  
COCONUT GROVE, FL 33133

H98000003736

CATHERYN DELFINO  
CONTINENTAL STAMP & SEAL  
8744 S.W. 133 STREET  
MIAMI, FLORIDA 33176-5929  
(305) 232-2225

H96000003730

**ARTICLE V INCORPORATOR(S)**

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

CARLOS JOSE TRUFINI, ~~SECRETARY~~/TREASURER  
3084 S.W. 27 AVE., SUITE 27  
COCONUT GROVE, FL 33133

JACQUES DOS NASCIMENTO, PRESIDENT  
3084 S.W. 27 AVE., SUITE 27  
COCONUT GROVE, FL 33133

VALDEHIR SANTOS, VICE-PRESIDENT  
3084 S.W. 27 AVE., SUITE 27  
COCONUT GROVE, FL 33133

The undersigned has(have) executed these Articles of Incorporation this

12 day of MARCH, 1996.

SA

[Signature]  
Signature/Title

[Signature]  
Signature/Title

[Signature]  
Signature/Title

H960000003736

H96000003736

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

Pursuant to the provisions of sections 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: SOMMER COOL, INC.

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

VALDEMIR SANTOS  
(NAME)

3084 S.W. 27 Ave., Suite 27  
(P.O. BOX NOT ACCEPTABLE)

COCONUT GROVE, FL 33133  
(CITY/STATE/ZIP)

SIGNATURE [Signature]  
(corporate officer)

TITLE VICE-PRESIDENT

DATE 12 MARCH 1996

HAVING BEEN NAME 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 PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT TO OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE [Signature]  
V.S.

DATE 12 MARCH 1996

H96000003736

96 MAR 18 PM 12:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

P96000023923

Chapter Number Only

5-21-96 Robert Kravitz

Knightbridge  
Requester's Name  
155 S. Miami Ave Ph-1  
Address  
Miami, FL 33130  
City State ZIP Phone

VALIDATION ONLY

FILED  
96 MAY 28 PM 2:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CORPORATION(S) NAME

000001834900  
-05/22/96--01079--022  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Summer Cool Enterprises, Inc.

Name Change  
& Amend

- ☒ Profit  
☐ NonProfit  
☐ Foreign  
☐ Limited Partnership  
☐ Reinstatement  
☒ Certified Copy  
☐ Call When Ready  
☒ Work In
- ☐ Amendment  
☐ Dissolution  
☐ Annual Report  
☐ Reservation  
☐ Photo Copies  
☐ Call If Problem  
☐ Will Wait
- ☐ Merger  
☐ Mark  
☐ Other  
☐ Change of Registered Agent  
☐ Certificate Under Seal  
☐ After 4:30  
☒ Pick Up  
☐ Mail Out

Name	ADH
Availability	5/28/96
Document	ADH
Examiner	ADH
Updater	ADH
Verifier	ADH
Acknowledgment	ADH
W.P. Verifier	ADH

CERTIFIED COPY

00721  
K00789, 00563, 00580,  
00587, 00672



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

May 22, 1996

Knightbridge  
155 S. Miami Ave.  
PH-1  
Miami, FL 33130

SUBJECT: SOMMER COOL INC.  
Ref. Number: P96000023923

We have received your document for SOMMER COOL INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Our records indicate the current name of the entity is as it appears on the enclosed computer printout. Please correct the name throughout the document.

The date of adoption of each amendment must be included in the document.

If an amendment was approved by the shareholders, the date of adoption of the amendment and one of the following statements must be contained in the document:

- (1) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval.
- (2) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

If an amendment was adopted by the incorporators or board of directors without shareholder action, a statement to that effect and that shareholder action was not required must be contained in the document.

If you have any questions concerning the filing of your document, please call (904) 487-6907.

Annette Hogan  
Corporate Specialist

Letter Number: 896A00025640



**AMENDMENT TO ARTICLES OF INCORPORATION  
OF  
SOMMER COOL INC.**

FILED  
96 MAY 28 PM 2:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, the undersigned, hereby for the purpose of amending the Articles of Incorporation of the corporation organized 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, incorporated on March 18, 1996 under number P96000023923 with the Secretary of State, amend the original Article numbers I and II, and add article number VI as follows. All other Articles of Incorporation remain unaltered and in force.

**ARTICLE I - NAME**

The name of the corporation shall be:

**SUMMER COOL ENTERPRISES, INC.**

Amendment adopted this May 15, 1996. Shareholder action was not required for adoption of same

**ARTICLE II - PRINCIPAL OFFICE**

The principal place of business and mailing address of the corporation shall be:

**150 S.E. 2nd Avenue, Suite 1106**

**Miami, Florida 33131**

Amendment adopted this May 15, 1996. Shareholder action was not required for adoption of same

**ARTICLE VI - BOARD OF DIRECTORS**

The number of the board of directors of the Corporation shall not be less than one person. No less than a majority of the directors shall constitute a quorum for a meeting of directors. If a quorum is present, the affirmative vote of a majority of the directors present, or, if a director or directors have abstained from voting because of an interest in the matter to be voted upon, the affirmative vote of a majority of the directors present and voting, shall be the act of the Board of Directors. 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:

**Jacques R. do Nascimento ..... Director/President**  
**150 S.E. 2nd Avenue, Suite 1106**  
**Miami, Florida 33131**

**Valdenir B. dos Santos ..... Director/Vice-President**  
**150 S.E. 2nd Avenue, Suite 1106**  
**Miami, Florida 33131**

**Antonio Nascimento Ludovico ..... Director/Secretary-Treasurer**  
**150 S.E. 2nd Avenue, Suite 1106**  
**Miami, Florida 33131**

Amendment adopted this May 15, 1996, Shareholder action was not required for adoption of same.


**ARTICLE VII - INCORPORATOR OF AMENDMENT**

The names and post office address of the incorporator to the amendment of the articles of incorporation is as follows:

Jacques R. do Nascimento  
150 S.E. 2nd Avenue, Suite 1106  
Miami, Florida 33131

I, the undersigned, being the incorporator named for the purpose of amending the articles of incorporation of SUMMER COOL ENTERPRISES, INC., a Corporation for profit to do business both within and out of the State of Florida, hereby make, subscribe and acknowledge having filed these Amendments hereby declaring and certifying that the facts herein stated are true, and to respectively agree to abide by the Articles as hercinstanted.

Subscribed at Miami, Dade County, Florida, this 16 day of May, 1996.

  
\_\_\_\_\_  
Jacques R. do Nascimento

STATE OF FLORIDA

|

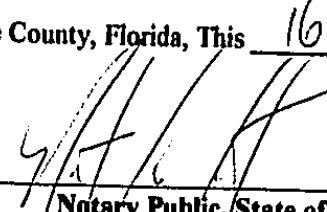
SS.

COUNTY OF DADE

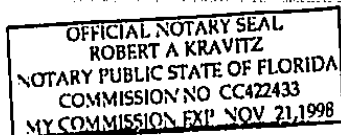
|

Before me, the undersigned authority, duly authorized to administer oaths and receive acknowledgements, personally appeared Jacques R. do Nascimento who, after showing FL DRIVER LIC. as identity and being duly sworn by me, depose and say that he signed the above foregoing Amendment to Articles of Incorporation for the purposes therein set forth.

WITNESS my hand and official seal at Miami, Dade County, Florida, This 16 day of May, 1996.

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

My commission expires:



pg6000023923

Charter Number Only

6/6/96  
Requestor's Name  
Knight-bridge Consultants

155 S. MIAMI AVE Ph-1

Address  
MIAMI FL 33130

City State ZIP Phone

539-1029A

IDENTIFICATION ONLY

CORPORATION(S) NAME

000001855430  
-06/07/96--01038--009  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Summer Cool Enterprises, Inc.  
Amend

FILED  
96 JUN 19 PM 2:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Empire 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"/> Annual Report   | <input type="checkbox"/> Other                      |
| <input type="checkbox"/> Reinstatement             | <input type="checkbox"/> Reservation     | <input type="checkbox"/> Change of Registered Agent |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Photo Copies    | <input type="checkbox"/> Certificate Under Seal     |
| <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                   |

Name	6/9/96
Availability	
Document	104
Examiner	
Updater	ADH
Verifier	ADH
Acknowledgment	ADH
W.P. Verifier	ADH

\*00789, 00664, 00524, 00672



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

June 11, 1996

EMPIRE

MIAMI, FL 33130

SUBJECT: SUMMER COOL ENTERPRISES, INC.  
Ref. Number: P96000023923

We have received your document for SUMMER COOL ENTERPRISES, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The word "Initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

Please give the date of adoption by the incorporator since the amendment was adopted by an incorporator.

If you have any questions concerning the filing of your document, please call (904) 487-6907.

Annette Hogan  
Corporate Specialist

Letter Number: 696A00029108

AMENDMENT TO ARTICLES OF INCORPORATION  
OF  
SUMMER COOL ENTERPRISES, INC.

FILED  
JUN 19 PM 2:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, the undersigned, hereby for the purpose of amending the Articles of Incorporation of the corporation organized 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, incorporated on March 18, 1996 under number P96000023923 with the Secretary of State, amend the original Article number VI as follows. All other Articles of Incorporation remain unaltered and in force.

**ARTICLE VI - BOARD OF DIRECTORS**

The number of the board of directors of the Corporation shall not be less than one person. No less than a majority of the directors shall constitute a quorum for a meeting of directors. If a quorum is present, the affirmative vote of a majority of the directors present, or, if a director or directors have abstained from voting because of an interest in the matter to be voted upon, the affirmative vote of a majority of the directors present and voting, shall be the act of the Board of Directors. The name and post office address of the 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:

- Jacques R. do Nascimento ..... Director/President  
150 S.E. 2nd Avenue, Suite 1106  
Miami, Florida 33131
- Valdenir B. dos Santos ..... Director/Vice-President  
150 S.E. 2nd Avenue, Suite 1106  
Miami, Florida 33131
- Antonio Nascimento Ludovico ..... Director/Vice-President  
150 S.E. 2nd Avenue, Suite 1106  
Miami, Florida 33131
- Bozena J. Kaluza ..... Director/Secretary-Treasurer  
150 S.E. 2nd Avenue, Suite 1106  
Miami, Florida 33131

Amendment adopted this May 31, 1996. Shareholder action is not required for adoption of same.  
by the incorporator.

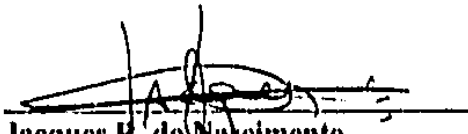
**ARTICLE VII - INCORPORATOR OF AMENDMENT**

The names and post office address of the incorporator to the amendment of the articles of incorporation is as follows:

Jacques R. do Nascimento  
150 S.E. 2nd Avenue, Suite 1106  
Miami, Florida 33131

I, the undersigned, being the incorporator named for the purpose of amending the articles of incorporation of SUMMER COOL ENTERPRISES, INC., a Corporation for profit to do business both within and out of the State of Florida, hereby make, subscribe and acknowledge having filed these Amendments 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 6. day of June, 1996.

  
\_\_\_\_\_  
Jacques R. do Nascimento

STATE OF FLORIDA

SS.

COUNTY OF DADE

Before me, the undersigned authority, duly authorized to administer oaths and receive acknowledgements, personally appeared Jacques R. do Nascimento who, after showing D525-436-524268 as identity and being duly sworn by me, depose and say that he signed the above foregoing Amendment to Articles of Incorporation for the purposes therein set forth.

WITNESS my hand and official seal at Miami, Dade County, Florida, This 6 day of June, 1996.

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

My commission expires:

