

4/01/90

FLORIDA DIVISION OF CORPORATIONS

3:20 PM

TO: DIVISION OF CORPORATIONS FROM: MERLE ROY INC. COMPANY
1600 W. FLAGLER ST
MIAMI FL 33135-33166
CONTACT: RAY STORMONT
PHONE: (305) 541-3694
FAX: (305) 541-3770

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: MERLE ROY INC.

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TALLAHASSEE, FLORIDA

Handwritten signature and initials.

91 APR -2 AM 8:16

ARTICLES OF INCORPORATION

Merleroy Inc.

⑤

THE UNDERSIGNED, FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA GENERAL CORPORATION ACT, DO HEREBY ADOPT THE FOLLOWING ARTICLES OF INCORPORATION Merleroy Inc.

ARTICLE ONE

THE NAME OF THE CORPORATION Merleroy Inc.

ARTICLE TWO

THE DURATION OF THE CORPORATION IS PERPETUAL

ARTICLE THREE

THE GENERAL PURPOSE FOR WHICH THE CORPORATION IS ORGANIZED ARE:

1. TO ENGAGE IN THE BUSINESS OF ANY AND ALL LAWFUL BUSINESS CONNECTED WITH Retail / Wholesale

2. TO TRANSACT ANY OTHER LAWFUL BUSINESS FOR WHICH CORPORATIONS MAY BE INCORPORATED UNDER THE FLORIDA GENERAL CORPORATION ACT, AND ENGAGE IN ANY OTHER TRADE OR BUSINESS WHICH CAN BE ADVANTAGEOUSLY CARRIED ON IN CONNECTION WITH AUXILIARY TO THE FOREGOING BUSINESS.

3. TO DO SUCH THINGS AS ARE INCIDENTAL TO THE FOREGOING OR NECESSARY OR DESIRABLE IN ORDER TO ACCOMPLISH THE FOREGOING.

ARTICLE FOUR

THE AGGREGATE NUMBER OF SHARES WHICH THE CORPORATION IS AUTHORIZED TO ISSUE IS 100 SHARES. SUCH SHARES SHALL BE OF A SINGLE CLASS, AND SHALL HAVE A PAR VALUE OF \$1.00

GEORGE BRITO
BRITO & Brito Acct.
407 Lincoln Rd. #5B
Miami Bch., FL 33139
(305) 534.9292

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ARTICLE FIVE

THE STREET ADDRESS OF THE INITIAL REGISTERED AND THE PRINCIPLE OFFICE THE CORPORATION IS : GEORGE BRITO, 407 LINCOLN. RD SUITE 5-B MIAMI BEACH, FL 33139 AND THE NAME OF INITIAL REGISTERED AGENT AT SUCH ADDRESS IS: GEORGE BRITO

ARTICLE SIX

THE NUMBER OF DIRECTORS CONSTITUTING THE INITIAL BOARD OF DIRECTORS OF THE CORPORATION IS One (1) THE NAME AND ADDRESS OF EACH PERSON WHO IS TO SERVE AS A MEMBER OF THE INITIAL BOARD OF DIRECTORS IS:

PRESIDENT Merle Villanueva 8280 SW 43 Terrace Miami FL 33155
SECRETARY Merle Villanueva
TREASURER Merle Villanueva
VICE PRESIDENT Merle Villanueva

ARTICLE SEVEN

THE NAME AND ADDRESS OF THE INCORPORATOR IS AS FOLLOWS: 1
WITNESS WHERE OF, THE UNDERSIGNED HAS MADE AND SUBSCRIBED
THESE ARTICLES OF INCORPORATION AT MIAMI, FLORIDA THIS 16
DAY OF March 1996


INCORPORATOR
Merle Villanueva

STATE OF FLORIDA
COUNTY OF DADE

BEFORE ME, A NOTARY PUBLIC AUTHORIZED TO TAKE
ACKNOWLEDGMENTS IN THE STATE AND COUNTY SET FORTH ABOVE,
PERSONALLY APPEARED Merle Villanueva KNOWN TO BE AND KNOWN BY
ME TO BE THE PERSON WHO EXECUTED THE FOREGOING ARTICLES OF
INCORPORATION, AND HE/SHE ACKNOWLEDGED BEFORE ME THAT HE/SHE
EXECUTED THOSE ARTICLES OF INCORPORATION.

H 960000 04649

IN EYEWITNESS WHEREOF, I HAVE SET HAND SEAL IN THE STATE AND
COUNTY ABOVE, ON ____ 16 ____ DAY OF ____ March ____ 1996.

NOTARY PUBLIC
STATE OF FLORIDA
COMMISSION EXPIRES

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
NAMED CORPORATION, AT THE PLACE DESIGNATED IN THESE ARTICLES, I
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO
COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE
PROPER PERFORMANCE OF MY DUTIES.


REGISTERED AGENT
GEORGE BRITO

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TALLAHASSEE, FLORIDA

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STATE OF FLORIDA
COUNTY OF DADE

BEFORE ME, A NOTARY PUBLIC AUTHORIZED TO TAKE
ACKNOWLEDGMENT IN THE STATE AND COUNTY SET FORTH ABOVE,
PERSONALLY APPEARED GEORGE BRITO _____, KNOW TO BE
AND KNOW BY ME TO EXECUTED THE FOREGOING ACCEPTANCE BY
REGISTERED AGENT, AND HE ACKNOWLEDGED BEFORE ME THAT
ACCEPTANCE ON _____16_____ DAY OF _____March_____ 1996

NOTARY PUBLIC
STATE OF FLORIDA
COMMISSION EXPIRES

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