



# ARTICLES OF INCORPORATION

OF

CEIBITA LA BELLA INC

THE UNDERSIGNED, has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

## ARTICLE I

The name of this corporation shall be:

CEIBITA LA BELLA INC

## ARTICLE II

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

## ARTICLE III

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

2323 N.W. 29 ST  
MIAMI FL 33142

## ARTICLE IV

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

- (1) Transact any and all lawful business.
- (2) Said corporation shall further have powers:

To have perpetual succession by its corporate name;

To sue and be sued, complain, and defend in its corporate name in all actions or proceedings;

To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced;

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TALLAHASSEE, FLORIDA

To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated;

To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets;

To lend money to, and use its credit to assist, its officers and employees in accordance with Florida Statute S607.141;

To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof;

To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income;

To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security of the payment of funds so loaned or invested;

To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state;

To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.

To make and alter bylaws, not inconsistent with its articles of incorporation or with the laws of this state, for the administration;

To make donations for the public welfare or for charitable, scientific, or educational purposes;

To transact any and all lawful business which the board of directors shall find will be in aid of governmental policy;

To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries;

To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise;

To have and exercise all powers necessary or convenient to effect its purposes;

To indemnify any person who by reason of the fact that he is or was a director, officer, employee or agent of the corporation to the full extent as permitted by Florida Statute S607.014;

#### ARTICLE V

The aggregate number of shares which this corporation shall have authority to issue is the total sum of 100 shares, having an individual par value of \$20.00

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

#### ARTICLE VI

The name and street address of the initial Registered Agent of this corporation shall be:

EDITA ESPERANZA FLORES  
2323 N.W. 29 ST  
MIAMI FLORIDA 33142

#### ARTICLE VII

The initial board of Directors shall consist of a total of 1 person(s) and the name and address of the person(s) who is to serve as an initial director(s) is:

EDITA ESPERANZA FLORES (PRESIDENT, V. PRESIDENT, SECRETARY & TREASURY)  
2323 N.W. 29 ST  
MIAMI FLORIDA 33142

ARTICLE VIII

The name and address of the incorporator executing these Articles of Incorporation is:

EDITA ESPERANZA FLORES  
2323 N.W. 29 ST  
MIAMI FLORIDA 33142

The undersigned has executed these Articles of Incorporation  
this 02 day of APRIL, 1996.

Edita E. Flores  
Incorporator

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.

First that CEIBITA LA BELLA INC  
(Name of Corporation)  
desiring to organize under the laws of the State of FLORIDA  
(Florida)  
with its principal office, as indicated in the articles of  
incorporation has named EDITA ESPERANZA FLORES  
(Name of Registered Agent)  
located at MIAMI, County of DADE  
(City) (County)  
State of Florida, as its agent to accept service of process within  
this state.

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 PROPER AND  
COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND  
ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

Edita E. Flores  
Registered Agent

2323 N.W. 29 ST  
MIAMI, FLORIDA 33142

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TALLAHASSEE, FLORIDA

Charter Number Only

P96000028974

Clara Rivadencira  
 Requestor's Name  
 2742 S.W. 8 St. #201  
 Address  
 Miami, FL 33135  
 City State ZIP Phone  
 #643-2248

000001910176  
 -08/01/96-01010-003  
 \*\*\*\*\*35.00 \*\*\*\*\*35.00

VALIDATION ONLY

CORPORATION(S) NAME

Ceibita la Bella Inc.  
 (Amended)

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

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 SECRETARY OF STATE  
 TALLAHASSEE FLORIDA

Empire Toll Free: 1-800-432-3028

Name	Clara Rivadencira
Availability	17/11
Document	17/11
Examiner	ADK
Updater	ADK
Verifier	ADK
Acknowledgment	ADK
W.P. Verifier	ADK

\*66789, 6563, 6678



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

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95 AUG 29 11:03 25  
DIVISION OF CORPORATIONS

August 1, 1996

Empire

Tallahassee, FL 33135

SUBJECT: CEIBITA LA BELLA INC.  
Ref. Number: P96000028974

We have received your document for CEIBITA LA BELLA 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 date of adoption of each amendment must be included 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: 996A00036918



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

**FILED**  
96 AUG 29 PM 4:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CEIBITA LA BELLA INC.

(present name)

*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 III CHANGE THE ADDRESS 2353 N.W. 29 ST.  
MIAMI, FL. 33142 .
- ARTICLE VI CHANGE THE ADDRESS 2353 N.W. 29 ST.  
MIAMI, FL. 33142
- ARTICLE VII CHANGE THE ADDRESS 2353 N.W. 29 ST.  
MIAMI, FL 33142
- ARTICLE VIII CHANGE THE ADDRESS 2353 N.W. 29 ST.  
MIAMI, FL 33142

**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:

**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 \_\_\_\_\_,"  
voting group
- ☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 28 of AUGUST, 1996.

Signature *Edita Esperanza Flores*

(By the Chairman or 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 an incorporator if adopted by the incorporators)

EDITA ESPERANZA FLORES

\_\_\_\_\_  
Typed or printed name

PRESIDENT, V. PRESIDENT, SECT, TRES, REG. AGENT

\_\_\_\_\_  
Title