

Moises Kaba III  
Alfredo Padron Jr.  
Carlos Fernandez

Law Offices  
**MOISES KABA III**  
1800 S.W. 8th Street  
Miami, Florida 33135

P 960000 33191

February 16, 1996

Phone: (305) 042-2220  
Toll Free: 1-800-427-0104  
Fax: (305) 042-2201

FILED  
MAR 2 1996  
TALLAHASSEE, FLORIDA

Secretary of State  
Division of Corporation  
P.O. Box 6327  
Tallahassee, Florida 32314

ENCLOSURE  
03/04/96  
\*\*\*122.50 \*\*\*122.50

RE: ARTICLES OF INCORPORATION OF: S & P, INC.

Dear Sir/Madam:

Enclosed please find the original and two (2) copies of the Articles of Incorporation of S & P, Inc., along with our check in the amount of \$122.50 to cover your the filing fee.

Should you have any questions or comments, please do not hesitate to call. As always, your attention and cooperation are greatly appreciated.

Very truly yours,

*Moises Kaba III*  
MOISES KABA III, ESQ.

MK/bp  
Enclosures

1-800-427-0104

FILED  
MAR 2 1996  
TALLAHASSEE, FLORIDA

~~W 96-427~~

502

196-9820



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

March 6, 1996

MOISES KABA III ESQUIRE  
1800 SW 8 STREET  
MIAMI, FL 33135

SUBJECT: S & P, INC.  
Ref. Number: W96000004927

FILED  
96 APR 12 AM 9:11  
TALLAHASSEE, FLORIDA

We have received your document for S & P, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6904.

Freida Chesser  
Corporate Specialist

Letter Number: 196A00009870

ARTICLES OF INCORPORATION  
OF  
SANPAT, INC.

We, the undersigned natural persons competent to contract acting as incorporators of a corporation under the General Corporation Law of the State of Florida, make, subscribe, acknowledge and file the following Articles of Incorporation for such corporation.

ARTICLE I

NAME

The name of the corporation is: SANPAT, INC.

ARTICLE II

PURPOSE

The general nature of the business to be transacted is to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be One Hundred (100) shares of common stock having a par value of One Dollar (\$1.00) per share.

FILED  
56 APR 12 AM 9:11  
TALLAHASSEE, FLORIDA

#### **ARTICLE IV**

##### **PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this Corporation of any kind, class or series, shall have the preemptive right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### **ARTICLE V**

##### **INITIAL CAPITAL**

The amount of capital with which the corporation will begin business shall not be less than (\$500.00) .

#### **ARTICLE VI**

##### **CORPORATE EXISTENCE**

The corporation is to have perpetual existence.

#### **ARTICLE VII**

##### **PRINCIPAL OFFICE**

The street address of the principal office of the corporation in the State of Florida is

7770 S.W. 120 Place  
Miami, Florida 33183

#### **ARTICLE VIII**

##### **NUMBER OF DIRECTORS**

The number of directors of the corporation shall be set from time to time by the By-Laws, but shall be at least one (1).

## **ARTICLE IX**

### **FIRST BOARD OF DIRECTORS**

The name and street address of the member of the first board of director of the corporation is as follows:

- 1) CARLOS SALCEDO  
7770 S.W. 120 Place  
Miami, Florida 33183
- 2) ISABEL SALCEDO  
7770 S.W. 120 Place  
Miami, Florida 33183

## **ARTICLE X**

### **SUBSCRIBERS**

The names and addresses of the subscribers of these Articles of Incorporation is:

- 1) CARLOS SALCEDO  
7770 S.W. 120 Place  
Miami, Florida 33183
- 2) ISABEL SALCEDO  
7770 S.W. 120 Place  
Miami, Florida 33183

## **ARTICLE XI**

### **INITIAL RESIDENT AGENT AND ADDRESS**

The street address of the Initial registered agent of this corporation and address are:

MOISES KABA III, ESQ.  
1800 S.W. 8 Street  
Miami, Florida 33183

## **ARTICLE XII**

### **AMENDMENTS**

The corporation reserves the right to amend, alter, change or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

## **ARTICLE XIII**

### **BY LAWS**

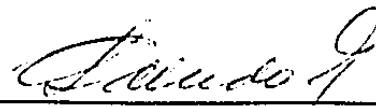
The corporation's board of directors is specifically authorized from time to time to adopt bylaws, not inconsistent herewith or with shareholder agreements, restraining the alienation of shares of stock of this corporation and providing for the purchase or redemption by the corporation of its shares of stock.

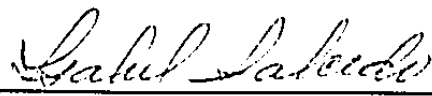
#### ARTICLE XIV

#### INDEMNIFICATION

To the full extent permitted by law, the corporation shall indemnify each person made or threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (including one in the right of the corporation to procure a judgment in its favor) by reason of the fact that he, or his testator or intestate, is or was a director, officer, employee or agent of the corporation or served any other corporation, partnership, joint venture, trust or other enterprise in any capacity, at the request of the corporation.

IN WITNESS WHEREOF, we do make and subscribe these Articles of Incorporation this 29<sup>th</sup> day of March, 1996.

  
CARLOS SALCEDO

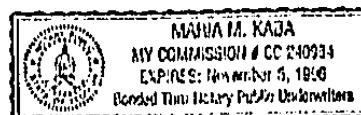
  
ISABEL SALCEDO

STATE OF FLORIDA       )  
                                      ) SS  
COUNTY OF DADE       )

I HEREBY CERTIFY that on this day before me, an officer duly authorized in the State aforesaid to take acknowledgments, personally appeared, CARLOS SALCEDO and ISABEL SALCEDO, to me known to be the persons described in and who executed the foregoing instrument and they acknowledged before me that they executed the same.

WITNESS my hand and official seal in Miami, Dade County, Florida, this 29<sup>th</sup>  
day of March, 1996.

Maria M. Kaja  
NOTARY PUBLIC  
State of Florida  
My commission expires:





**ACKNOWLEDGMENT BY REGISTERED AGENT**

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: Moises Kaba  
MOISES KABA III, ESQ.

GA9601W150(CORP-ART.2

**ARTICLES OF INCORPORATION  
OF  
SANPAT, INC.**

We, the undersigned natural persons competent to contract acting as incorporators of a corporation under the General Corporation Law of the State of Florida, make, subscribe, acknowledge and file the following Articles of Incorporation for such corporation.

**ARTICLE I**

### NAME

The name of the corporation is: SANPAT, INC.

### ARTICLE II

#### PURPOSE

The general nature of the business to be transacted is to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

### ARTICLE III

#### CAPITAL STOCK

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be One Hundred (100) shares of common stock having a par value of One Dollar (\$1.00) per share.

#### **ARTICLE IV**

##### **PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this Corporation of any kind, class or series, shall have the preemptive right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### **ARTICLE V**

##### **INITIAL CAPITAL**

The amount of capital with which the corporation will begin business shall not be less than (\$500.00) .

#### **ARTICLE VI**

##### **CORPORATE EXISTENCE**

The corporation is to have perpetual existence.

#### **ARTICLE VII**

##### **PRINCIPAL OFFICE**

The street address of the principal office of the corporation in the State of Florida is \_  
7770 S.W. 120 Place  
Miami, Florida 33183

#### **ARTICLE VIII**

##### **NUMBER OF DIRECTORS**

The number of directors of the corporation shall be set from time to time by the By-Laws, but shall be at least one (1).

## **ARTICLE IX**

### **FIRST BOARD OF DIRECTORS**

The name and street address of the member of the first board of director of the corporation is as follows:

- 1) CARLOS SALCEDO  
7770 S.W. 120 Place  
Miami, Florida 33183
- 2) ISABEL SALCEDO  
7770 S.W. 120 Place  
Miami, Florida 33183

## **ARTICLE X**

### **SUBSCRIBERS**

The names and addresses of the subscribers of these Articles of Incorporation is:

- 1) CARLOS SALCEDO  
7770 S.W. 120 Place  
Miami, Florida 33183
- 2) ISABEL SALCEDO  
7770 S.W. 120 Place  
Miami, Florida 33183

## **ARTICLE XI**

### **INITIAL RESIDENT AGENT AND ADDRESS**

The street address of the initial registered agent of this corporation and address are:

MOISES KABA III, ESQ.  
1800 S.W. 8 Street  
Miami, Florida 33183

## **ARTICLE XII**

### **AMENDMENTS**

The corporation reserves the right to amend, alter, change or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

## **ARTICLE XIII**

### **BY LAWS**

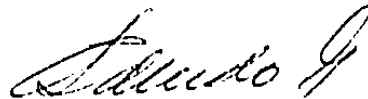
The corporation's board of directors is specifically authorized from time to time to adopt bylaws, not inconsistent herewith or with shareholder agreements, restraining the alienation of shares of stock of this corporation and providing for the purchase or redemption by the corporation of its shares of stock.

ARTICLE XIV

INDEMNIFICATION

To the full extent permitted by law, the corporation shall indemnify each person made or threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (including one in the right of the corporation to procure a judgment in its favor) by reason of the fact that he, or his testator or intestate, is or was a director, officer, employee or agent of the corporation or served any other corporation, partnership, joint venture, trust or other enterprise in any capacity, at the request of the corporation.

IN WITNESS WHEREOF, we do make and subscribe these Articles of Incorporation this 29<sup>th</sup> day of March, 1996.



CARLOS SALCEDO



ISABEL SALCEDO

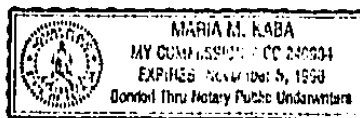
STATE OF FLORIDA       )  
                                      ) SS  
COUNTY OF DADE       )

I HEREBY CERTIFY that on this day before me, an officer duly authorized in the State aforesaid to take acknowledgments, personally appeared, CARLOS SALCEDO and ISABEL SALCEDO, to me known to be the persons described in and who executed the foregoing instrument and they acknowledged before me that they executed the same.

WITNESS my hand and official seal in Miami, Dade County, Florida, this 29<sup>th</sup>  
day of March, 1996.

*Maria M. Kaba*

NOTARY PUBLIC  
State of Florida  
My commission expires:



ACKNOWLEDGMENT BY REGISTERED AGENT

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:

Moises Kaba  
MOISÉS KABA III, ESQ.

GA96010150CORP-ART.2

FILED  
98 APR 12 AM 9:11  
TALLAHASSEE, FLORIDA