

S

2:02 PM

PUBLIC ACCESS SYSTEM

((H90000000015))

TO: DIVISION OF CORPORATIONS FROM: EMPIRE REPORTING COMPANY

DEPARTMENT OF REVENUE

STATE OF FLORIDA

1400 FLORIDA PLAZA

TALLAHASSEE, FL 32301

FAX (904) 224-4000

CONTACT: JAY STONMONT

PHONE: (305) 541-3094

FAX: (305) 541-3770

((H90000000015))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: FLD ENTERPRISES, CORP.

FAX AUDIT NUMBER: H90000000015

CURRENT STATUS: REQUESTED

DATE REQUESTED: 04/29/1996

TIME REQUESTED: 14:01:58

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 4

METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$122.50

ACCOUNT NUMBER: 072450003255

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.

((H90000000015))

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:

Help F1 Option Menu F2

NUM

Connect: 00:15:5

FILED
65 MAY 29 1996
TALLAHASSEE, FL
RECEIVED

65 MAY 29 1996
TALLAHASSEE, FL
RECEIVED

4/30



PREPARED BY:
ELYANE BRONTINGER
141 NW 3rd AVE #206
MIAMI, FL. 33132

(305) 373-6211
B & L Business legal

ARTICLES OF INCORPORATION

ARTICLE I -- NAME

THE NAME OF THIS CORPORATION IS: FLD ENTERPRISES, CORP.

WITH THE PRINCIPAL PLACE OF BUSINESS LOCATED AT:

8515 SUNRISE LAKES BLVD. # 303
SUNRISE, FL. 33322

ARTICLE II -- PURPOSE

THIS CORPORATION SHALL HAVE THE PERPETUAL EXISTENCE AND MAY ENGAGE IN ANY AND ALL LAWFUL BUSINESS UNDER THE LAWS OF THE UNITED STATES AND THE STATE OF FLORIDA.

ARTICLE III -- CAPITAL STOCK

THIS CORPORATION IS AUTHORIZED TO ISSUE 1,000 SHARES AT ONE DOLLAR (\$ 1.00) PAR VALUE COMMON STOCK.

ARTICLE IV -- PREEMPTIVE RIGHTS

EVERY SHAREHOLDER, UPON THE SALE FOR CASH OR ANY NEW COMMON STOCK OF THIS CORPORATION, SHALL HAVE THE RIGHT TO PURCHASE THEIR PRO RATA SHARE (AS NEARLY AS MAY BE DONE WITHOUT ISSUANCE OF FRACTIONAL SHARES) AT THE PRICE AT WHICH IT IS OFFERED TO OTHERS.

ARTICLE V -- INITIAL REGISTERED OFFICE

THE STREET ADDRESS OF THE REGISTERED OFFICE OF THIS CORPORATION IS:

8515 SUNRISE LAKES BLVD. # 303
SUNRISE, FL. 33322

THE NAME OF THE INITIAL REGISTERED AGENT OF THIS CORPORATION IS:

CELI ROSA da SILVA



ARTICLE VI -- INITIAL BOARD OF DIRECTORS

THIS CORPORATION SHALL HAVE 1 DIRECTOR(S) INITIALLY. THE NUMBER OF DIRECTORS MAY BE EITHER INCREASED OR DIMINISHED FROM TIME TO TIME THE BY-LAWS, BUT SHALL NEVER BE LESS THAN ONE (1). THE INITIAL DIRECTOR(S) OF THIS CORPORATION IS/ ARE:

CELI ROSA da SILVA
PRESIDENT/DIRECTOR

ARTICLE VII -- INCORPORATOR

THE NAME AND ADDRESS OF THE PERSON SIGNING THIS ARTICLE IS:

CELI ROSA da SILVA
8515 SUNRISE LAKES BLVD. #303
SUNRISE, FL. 33322

ARTICLE VIII -- INDEMNIFICATION

THE CORPORATION SHALL INDEMNIFY ANY OFFICER OR DIRECTOR, OR ANY FORMER OFFICES OR DIRECTORS TO THE FULL EXTENT PERMITTED BY LAW.

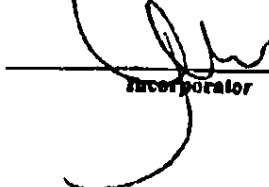
ARTICLE IX -- MANAGEMENT OF CORPORATION SHAREHOLDERS

ALL CORPORATE POWERS SHALL BE EXERCISED BY OR UNDER THE AUTHORITY OF, AND THE BUSINESS AND AFFAIRS OF THIS CORPORATION SHALL BE MANAGED UNDER THE DIRECTOR OF, SHAREHOLDERS OF THIS CORPORATION.

ARTICLE X -- BY LAWS

THE POWER TO ADOPT, AFTER, AMEND OR REPEAL BY-LAWS SHALL BE VESTED IN THE BOARD OF DIRECTORS AND THE SHAREHOLDER.

IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS 29th DAY OF APRIL OF 1996.


Incorporator

FILED
30 APR 29 1996
SUNRISE, FL

H96000006015

H96000006015



H96000006015

STATE OF FLORIDA)
COUNTY OF DADE)

BEFORE ME, A NOTARY PUBLIC AUTHORIZED TO TAKE ACKNOWLEDGMENTS IN STATE
AND COUNTY SET FORTH ABOVE, PERSONALLY APPEARED:

CELI ROSA da SILVA

KNOWN TO ME TO BE THE PERSON WHO EXECUTED THE FOREGOING ARTICLES OF
INCORPORATION, AND HE ACKNOWLEDGED BEFORE ME THAT HE EXECUTED SAME.

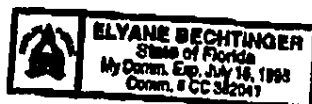
IN WITNESS WHEREOF, I HAVE HEREUNDER SET MY HAND AND AFFIXED MY OFFICIAL
SEAL,

IN THE STATE AND COUNTY AFORESAID THIS 29th DAY OF APRIL , 1996.

25.7

NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

My commission expires:



H96000006015

H96000006015



**CERTIFICATE DESIGNATING THE ADDRESS AND AN
AGENT UPON WHOM PROCESS MAY BE SERVED**

WITNESSETH:

THAT FLD ENTERPRISES, CORP. DESIRING TO ORGANIZE UNDER
THE LAWS OF THE STATE OF FLORIDA, WHICH WILL HAVE ITS PRINCIPAL OFFICE IN THE
COUNTY OF DADE, STATE OF FLORIDA, HAS APPOINTED:

CELI ROSA da SILVA
AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THE STATE.

ACKNOWLEDGMENT:

HAVING BEEN NAMED BY THE FIRST BOARD OF DIRECTORS OF:
FLD ENTERPRISES, CORP.

TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE
PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THE CAPACITY OF
REGISTERED AGENT FOR SAID CORPORATION, AND AGREE TO COMPLY WITH THE
APPLICABLE PROVISION OF THE FLORIDA STATUTES, THIS:

29th DAY OF APRIL , 1996.

Registered Agent

H96000006015

FILED
96 APR 29 PM 5:15
SECRET
FILED
TALLAHASSEE, FLORIDA