

P96000038190

Luis A. Camacho  
Requestor's Name  
1063 N.W. 36 Street  
Address  
Miami, FL 33127  
City/State/Zip Phone #

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4/29/96--01122--010  
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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. \_\_\_\_\_  
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TALLAHASSEE, FLORIDA

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NEW FILINGS	
<input type="checkbox"/>	Profit
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<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

5/3/96

ARTICLE OF INCORPORATION

OF

KING FREEZE INC.

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TALLAHASSEE, FLORIDA

THE UNDERSIGNED SUBSCRIBERS to this Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation.

ARTICLE I

The name of this Corporation is: KING FREEZE INC.

ARTICLE II

The general nature of this business is to be transacted by this corporation is:

1.- All lawfull purpose.

2.- To manufacture, purchase, or otherwise acquire and to own mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property and services, of every class, kind and description, except that is not to conduct a banking safe, trust, insurance, surety, express, railroad, canal telegraph, telephone or cementary, company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.

3.- To conduct business in, have one or more offices in and by, hold, mortgages, sell, convey, lease or otherwise dispose of real and personal property including franchise, patents, copyright, trademark and licenses, in the State of Florida and in all other states and countries.

4.- To contract debts and borrow money, issue and sell or pledge bonds, debentures notes and other evidence of indebtedness, and execute such mortgages, transfers of corporation property or other instruments to secure the payment of corporation indebtedness as required.

5.- To purchase to corporate assets of any corporation and engage in the same or other character of business.

6.- To guarantee, endorse, purchase, hold, sell, transfer, mortgages pledged or otherwise acquire or dispose of the share of the capital stock of, or any bonds, securities, other evidence of indebtedness created by any other corporation of the states of government, and while owner or such to exercise all rights powers and privileges of ownership, including the right to vote such stock.

7.- To carry on any lawfull business necessary or incidental to the attainment of the objects of this corporation whether or not such business is similar in nature of the objects enumerated in this Articles of Incorporation.

8.- To engage in any activity or business permitted under the laws of the United States or the State of Florida.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 50 shares of common stock, each having no per value.

The consideration to be paid for each share be fixed by the Board of Directors and any all shares of issued, the full consideration for which has been paid or delivered, shall be deemed fully paid stock, and no liable to any further call assessment thereon, and the holders of such shares shall not be liable for any further payment thereon.

The capital stock may be paid for in property, labor or services at just valuation to be fixed by the incorporators or directors.

On dissolution or liquidation of the corporation, the holders of the stock shall be entitled to distribution as their holdings may appear upon the stock records of the corporation.

#### ARTICLE IV

The amount of capital with which this corporation may begin shall not be less than five hundred dollars.

#### ARTICLE V

This corporation shall have perpetual existence.

#### ARTICLE VI

The initial street address of the principal office of this corporation in the State of Florida is 1063 N.W. 36 ST MIAMI FL 33127

The registered agent of the corporation shall be: LUIS A. CAMACHO

The registered office of this corporation shall be located at:  
1063 N.W. 36 ST MIAMI FL 33127

The Board of Directors may from time to time move the principal office to any other address in Florida, branch offices may maintained as such other places in the State of Florida, the United States of America, and foreign countries as may from time be authorized by the Board of Directors.

#### ARTICLE VII

This corporation shall have not less than <sup>2</sup> initially the number of Directors may increase or diminish from time to time by Laws. This corporation shall begin with

#### ARTICLE VIII

The name and address of each subscriber to these Articles of Incorporation and the number of shares of stock which each agree to take are as follow:

<u>Name</u>	<u>Address</u>	<u>No. of Shares</u>
LUIS A. CAMACHO	3056 N.W. 16 ST MIAMI FL 33125	25
LEONEL O. PAZ	6620 W. 2nd CT #209 HIALEAH FL 33012	25

#### ARTICLE IX

The name and address of the members of the first Board of Directors and (cer, who shall hold office for the first year of existence of this corporation or until their successors are elected and have qualified are:

<u>Name</u>	<u>Address</u>	<u>Office</u>
LUIS A. CAMACHO	3056 N.W. 16 ST MIAMI FL 33125	PRESIDENT
LEONEL O. PAZ	6620 W. 2nd CT #209 HIALEAH FL 33012	SECRETRAY/ TRESSU.

#### ARTICLE X

This Article of Incorporation may be amended in the manner provided by-1 Every amendment shall be approved by the Board of Directors proposes by them to the Stockholders at a Stockholder's Meeting by a majority of the Stock to entitled to v thereon.

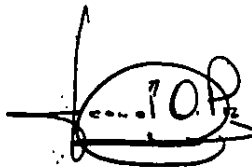
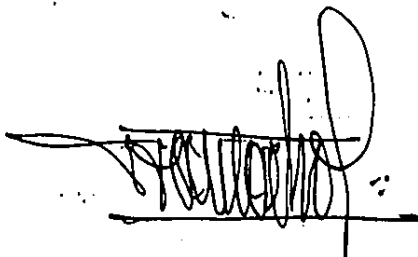
#### ARTICLE XI

The Stockholders of this corporation may enter into agreement between themselves respecting their respective rights and duties with reference to the shares of stock of this corporation and such agreement may include any limitation upon the transferability or assignment of the stock and the conferring or pre-emptive rights of purchase upon the stockholders as condition precedents to the sales of the other stock, such agreement shall be valid and this corporation may join as party thereto.

#### ARTICLE XII

This corporation may be action taken at any meeting of its Board of Directors, sell, lease, or exchange all of its property and assets, including its goodwill, its corporation franchise or any property and assets essential to its corporate business upon such terms and conditions as its Board of Directors deems and expedient and is authorized by any affirmative vote of stockholders or record holding stock in the corporation entitling them to exercise a majority of the voting power outstanding, provided, however, no vote or consent of stockholders shall be necessary for a transfer of assets by way of mortgage, trust or pledge to secure the indebtedness of this corporation.

IN WITNESS where of the undersigned subscribers have hereunto set their hands and seals, this



STATE OF FLORIDA )  
COUNTY OF DADE ) S S

I hereby certify: That on this day personally appeared:  
to me well known to the persons who executed the foregoing Articles of Incorporation  
and they severally acknowledge before me, that they executed the same for the purpo-  
se therein expressed.

WITNESS my hand and seal in the County and State aboved named this

  
NOTARY PUBLIC

My commission expires:



REGISTERED AGENT/DESIGNATED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, 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: KING FREEZE INC.

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

LUIS A. CAMACHO  
(NAME)

1063 N.W. 36 ST MIAMI FL 33127

(P.O. BOX NOT ACCEPTABLE)

MIAMI FL 33127

(CITY/STATE/ZIP)

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TALLAHASSEE, FLORIDA

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

DATE

4/25/96