

5

3:50 PM

PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS
DEPARTMENT OF REVENUE
STATE OF FLORIDA
400 EAST WASHINGTON STREET
TALLAHASSEE, FL 32309
FAX: (904) 422-1000
PHONE: (305) 541-3094
FAX: (305) 541-3770
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: AUG INVESTMENT AND TRADING, INC.
FAX AUDIT NUMBER: H900000008487
DATE REQUESTED: 05/07/1998
CERTIFIED COPIES: 1
NUMBER OF PAGES: 0
ESTIMATED CHARGE: \$122.50
CURRENT STATUS: REQUESTED
TIME REQUESTED: 15:50:30
CERTIFICATE OF STATUS: 0
METHOD OF DELIVERY: FAX
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.

((H900000008487))
** ENTER 'M' FOR MENU. **
ENTER SELECTION AND <CR>:
Help F1 Option Menu F2

NUM CAPS Connect: 01:02:1

EFFECTIVE DATE
5/10/98

FILED
05 MAY - 9 PM 4:17
TALLAHASSEE, FL
DIVISION OF CORPORATIONS

5/8/98

PAID
096A-55565

RECEIVED
96 MAY - 8 AM 8:25
DIVISION OF CORPORATIONS

H96000006487

H96000006487

**ARTICLES OF INCORPORATION OF
ABC INVESTMENT AND TRADING, INC.**

I, Clifford B. Mark, the undersigned Incorporator of this corporation under Section 607.194, Florida Statutes, as amended, do hereby form this corporation and adopt the following Articles of Incorporation.

ARTICLE I

NAME

The name of this corporation is ABC INVESTMENT AND TRADING, INC.

ARTICLE II

PURPOSE AND NATURE OF BUSINESS

The purpose of this corporation and general nature of the business to be conducted is to do any business, activity, or endeavor which is lawful in the State of Florida.

ARTICLE III

DURATION OF CORPORATION

This corporation is to have perpetual existence commencing on the date of execution and acknowledgment of these Articles of Incorporation.

ARTICLE IV

CAPITAL STOCK

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is one hundred (100) shares of no par value stock.

ARTICLE V

INITIAL CAPITAL CONTRIBUTION

The amount of capital with which this corporation shall begin business shall not be less than One Thousand (\$1,000.00) and 00/100 Dollars.

ARTICLE VI

SUBSCRIBERS

The name and address of each subscriber of these Articles of Incorporation and the number of shares each has elected to take are as follows:

H96000006487

<u>SUBSCRIBER</u>	<u>ADDRESS</u>	<u>NO. OF SHARES</u>
Richardo Barraza	19689 Black Olive Lane Boca Raton, Florida 33498	33 1/3
Maritza Caraballo	8189 Sabal Oak Way Jacksonville, Florida 32256	33 1/3
Maritza Barraza	13525 S.W. 82 nd Terrace Miami, Florida 33183	33 1/3

ARTICLE VII

DIRECTORS

The initial number of directors of this corporation shall be three (3). The number of directors may either be increased or decreased from time to time by vote of the stockholders in conformity with the By-Laws of the corporation, but shall never be less than one (1).

ARTICLE VIII

INITIAL BOARD OF DIRECTORS

The name and address of the members of the initial Board of Directors who, subject to the provisions of the Certificate of Incorporation, the By-Laws and the Corporation Laws of the State of Florida, shall hold office for the first year of the corporation's existence or until their successors are elected and qualified, are:

<u>NAME</u>	<u>ADDRESS</u>
Richardo Barraza	19689 Black Olive Lane Boca Raton, Florida 33498
Maritza Caraballo	8189 Sabal Oak Way Jacksonville, Florida 32256
Maritza Barraza	13525 S.W. 82 nd Terrace Miami, Florida 33183

ARTICLE IX

VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

H96000006487

H96000006487

ARTICLE X

PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the 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 XI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is Hark & Fiertz, P.A., One Bayfront Plaza, Suite 1101, 100 S. Biscayne Boulevard, Miami, Florida 33131, and the name of the initial Registered Agent of this corporation at that address is Clifford B. Hark.

ARTICLE XII

INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XIII

ADDITIONAL RIGHTS AND POWERS

The corporation shall have the further right and power to:

A. From the time determine whether and to what extent and at what times and places, and under what conditions and regulations, the accounts and books of this corporation (other than the stock book) or any of them shall be open to inspection of stockholders; and no stockholder shall have any right of inspecting any account book or document of this corporation except as conferred by statute, unless authorized by a resolution of the stockholders or Board of Directors.

B. The corporation may, in its By-Laws, confer powers upon its Board of Directors or officers, in addition to the foregoing and in addition to the powers authorized and expressly conferred by statute.

H96000006487

H960000035487

C. Both stockholders and directors shall have power, if the By-Laws so provide, to hold their respective meetings, and to have one or more offices within or without the State of Florida, and to keep the books of this corporation (subject to the provisions of the statutes of the State of Florida) outside the State of Florida, at such places as may from time to time be designated by the Board of Directors.

D. The corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

DATED this 7th day of May, 1996.



CLIFFORD B. HARK
Address: One Bayfront Plaza, Ste. 1101
100 S. Biscayne Boulevard
Miami, Florida 33131

STATE OF FLORIDA)
COUNTY OF DADE) SS

The foregoing instrument was acknowledged before me this 7th day of May, 1996, by Clifford B. Hark, who personally appeared before me at the time of notarization, and who is personally known to me and who did take an oath.

NOTARY PUBLIC

sign



print

CHRISTY L. HERTZ
A COMMISSIONER OF THE STATE OF FLORIDA
POWER JUL 14, 1996

State of Florida, Miami-Dade County, Fla.

(Seal)

My Commission Expires:

H96000006482

H96000006487

**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH Section 48.091, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED:

FIRST, that Clifford B. Hark desiring to organize or qualify under the laws of the State of
Florida with its principal place of business in the State of Florida, have named Clifford B. Hark, located
at Hark & Hertz, P.A., One Bayfront Plaza, Suite 1101, 100 S. Biscayne Boulevard, Miami, Florida
33131, as its agent to accept service of process within Florida.

Signature: Clifford B. Hark
CLIFFORD B. HARK

DATED this 7th day of May, 1996.

Having been named to accept service of process for the above stated corporation, at the place
designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with
the provisions of all statutes relative to the proper and complete performance of my duties.

Signature: Clifford B. Hark
CLIFFORD B. HARK, Registered Agent

DATED this 7th day of May, 1996.

General/Barraza/Corp/Articles/1w

FILED
05 MAY -0 01 4: 17
CLERK OF DISTRICT COURT
MAY 07 1996

H96000006487