

P960000

Charter Number Only 42259

5/16/96

EDUARDO GUERRO, ESQ.

Requester's Name

255 Alhambra Circle #420

Address

Corral Gables Fl 33134

City

State

ZIP

Phone

305-446-0001

VALIDATION ONLY

FILED  
96 MAY 17 PM 1:00  
TALLAHASSEE, FLORIDA

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CORPORATION(S) NAME

ALTAMAR ENVIOS, INC.

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

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

F. CHESGER MAY 17 1996

CERTIFIED COPY

RECEIVED  
96 MAY 17 AM 9:29  
DIVISION OF CORPORATION

Empire Toll Free: 1-800-432-3028

FILED  
95 MAY 17 PM 1:00  
DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
ALTAMAR ENVIOS, INC.

ARTICLE I-NAME

The name of this Corporation is ALTAMAR ENVIOS, INC.

ARTICLE II-DURATION

This Corporation shall have perpetual existence commencing at the time of filing of the Articles of Incorporation with the Department of State.

ARTICLE III-PURPOSE

This Corporation is organized for the purpose of transacting any lawful business.

ARTICLE IV-CAPITAL STOCK

This Corporation is authorized to issue 200 shares at \$1.00 par value, common stock.

ARTICLE V-RIGHTS-UPON LIQUIDATION OR DISSOLUTION

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this corporation, the holders of record of the common shares shall receive a ratable distribution of the assets of the corporation.

ARTICLE VI-PRE-EMPTIVE RIGHTS

Each shareholder, upon the sale for cash of any new stock of this corporation 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 is offered to others.

**ARTICLE VII-INITIAL REGISTERED OFFICE  
AND AGENT AND PRINCIPAL ADDRESS**

The street address of the initial registered office and principal address of this corporation is: 5388 West 16th Avenue, Hialeah, Florida 33012. The name of the initial registered agent of this corporation at that address is: ALTAGRACIA Y. TIRADO.

**ARTICLE VIII-INITIAL BOARD OF DIRECTORS**

This corporation shall have two (2) directors initially. The number of directors may be increased from time to time as provided for by the Bylaws. The names and addresses of the initial directors of this corporation are:

ALTAGRACIA Y. TIRADO

5388 West 16th Avenue  
Hialeah, Florida 33012

AGUSTIN CASTANEDA

5388 West 16th Avenue  
Hialeah, Florida 33012

**ARTICLE IX-INCORPORATORS AND SUBSCRIBERS**

The name and addresses of the persons signing these Articles are:

ALTAGRACIA Y. TIRADO

5388 West 16th Avenue  
Hialeah, Florida 33012

AGUSTIN CASTANEDA

5388 West 16th Avenue  
Hialeah, Florida 33012

**ARTICLE X-BYLAWS**

The power to adopt, alter, amend and repeal bylaws shall be vested in the Board of Directors and the shareholders.

**ARTICLE XI-RESTRICTIONS ON THE TRANSFER OF STOCK**

Shares of capital stock of this corporation shall be issued

Initially to the following persons in the amount set opposite his name.

ALTAGRACIA Y. TIRADO . . . . . 50 Shares

AGUSTIN CASTANEDA . . . . . 50 Shares

Shares held by the initial shareholders listed above may not be resold or otherwise transferred to others unless such shares are first offered to the remaining shareholder or to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among the shareholder and this corporation.

#### ARTICLE XII-CUMULATIVE VOTING

At each election for directors each shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

#### ARTICLE XIII-CALLING OF SPECIAL MEETINGS

Special meetings of the shareholder may be called by the Board of Directors.

#### ARTICLE XIV-SHAREHOLDERS QUORUM AND VOTING

Fifty percent of the shares plus one entitled to vote represented in person or by proxy shall constitute a quorum at the meeting of shareholders. If the quorum is present the affirmative vote of fifty percent of the shares plus one represented at the meeting and entitled to vote on the subject matter shall be the act

of the shareholders.

**ARTICLE XV-AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 10<sup>th</sup> day of May, 1996.

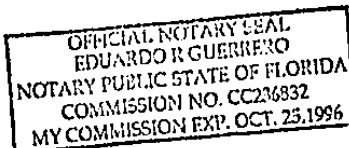
  
ALTAGRACIA Y. TIRADO

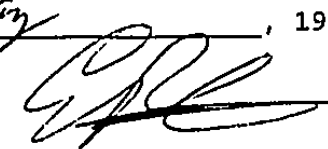
  
AGUSTIN CASTANEDA

STATE OF FLORIDA    )  
                              ) SS:  
COUNTY OF DADE    )

BEFORE ME, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgement, personally appeared **ALTAGRACIA Y. TIRADO** and **AGUSTIN CASTANEDA**, to me known to be the person described in and who executed the same for the purposes therein expressed, and who did take a oath.

WITNESS my hand and official seal in the County and State last aforesaid on this 10<sup>th</sup> day of May, 1996.



  
NOTARY PUBLIC, State of  
Florida at Large

My Commission Expires:

Personally known        or produced identification        ✓  
Type of identification produced Driver's License

**CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT  
UPON WHOM PROCESS MAY BE SERVED.**

In pursuance of Chapter 607.34 Florida Statutes, the following  
is submitted, in compliance with said Act:

First-That **ALTAMAR ENVIOS, INC.**, desiring to organize under  
the laws of the State of Florida with its principal office, as  
indicated in the articles of incorporation at the City of Miami,  
County of Dade, State of Florida has named **ALTAGRACIA Y. TIRADO**,  
whose address is 5388 West 16th Avenue, Florida 33012, County of  
Broward, State of Florida, as its agent to accept service of  
process within this state.

**ACKNOWLEDGMENT:** (Must be signed by designated agent)

Having been named to accept service of process for the above  
stated corporation, at the 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:

*Altagracia Y. Tirado*  
**ALTAGRACIA Y. TIRADO,**  
Registered Agent

CLERK OF STATE  
TALLAHASSEE, FLORIDA

96 MAY 17 PM 1:00

FILED