

8

9:31 AM

PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
DEPARTMENT OF STATE 1492 N. FLAGLER ST.
STATE OF FLORIDA SUITE 200
109 EAST CHINA STREET MIAMI 33135-
TALLAHASSEE, FL 32384 CONTACT: RAY S. MONT
FAX: (904) 922-1000 PHONE: (305) 41-5004
FAX: (305) 41-3770
((H96000007499))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: AMERICAN ESCAYOLA STONE, INC

FAX AUDIT NUMBER: H96000007499

CURRENT STATUS: REQUESTED

DATE REQUESTED: 05/29/1996

TIME REQUESTED: 09:30:59

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 7

METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$122.50

ACCOUNT NUMBER: 072460003255

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.

(((H96000007499)))

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:

Help F1 Option Menu F2

NUM

Connect: 00:03:1

FILED

96 MAY 29 PM 2:21

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

6/29

DIVISION OF CORPORATIONS

96 MAY 29 AM 10:40

RECEIVED

H96000007499

H96000007499

ARTICLES OF INCORPORATION

OF

AMERICAN ESCAYOLA STONE INC.

7

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the statutes of the State of Florida, providing for the formation, rights, privileges, immunities and liabilities of incorporation for profit.

FILED
96 MAY 29 PM 2:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation shall be: **AMERICAN ESCAYOLA STONE INC.**

ARTICLE II

The corporation will engage in any activity or business permitted under the laws of the State of Florida and of the United States of America.

ARTICLE III

The maximum number of shares which the corporation is authorized to issue and have outstanding at any one time is 100 shares of common stock, which shares shall be of no par value.

All stock is to be issued as fully paid and exempt from assessment.

Prepared by: Carlos C. Lopez-Aguilar, P.A.
Florida Bar No. 206393
2300 Coral Way, Suite 100
Miami, Fl 33145.

CARLOS C. LOPEZ-AGUIAR
FBN. 206393

H96000007499

ARTICLE IV

The pledge, sale, transfer or other disposition of the capital stock may be governed and restricted by the By-Laws or written agreement among the stockholders which shall be on file in the office of the corporation.

ARTICLE V

The amount of capital with which this corporation may begin doing business shall be not less than FIVE HUNDRED DOLLARS AND NO/100 (\$500.00).

ARTICLE VI

The existence of the corporation is perpetual.

ARTICLE VII

The initial post office address of the principal office of the corporation in the State of Florida is: 4850 N.W. 17th Ave. Miami, Florida 33142. The Board of Directors may from time to time move the principal office to any other address in the State of Florida. The Registered address of the corporation is 2300 Coral Way, Miami, Florida 33145.

Page 2 of 6

LAW OFFICES
CARLOS C. LOPEZ-AGUIAR, P.A. • CANTELOP BUILDING • 2300 CORAL WAY • SUITE 100 • MIAMI, FLORIDA 33145
TELEPHONE (305) 889-7777 • FACSIMILE (305) 889-7777

EMPIRE CORPORATE KIT

MAY-29-1996 09:46

P.18

H96000007499

H96000007499

ARTICLE VIII

The business of the corporation shall be managed by a Board of Directors consisting of not less than one nor more than six directors. A quorum for the holding of a meeting which shall be properly done by the Directors, by unanimous consent in writing, included among the minutes of the corporation, may consent to the doing of any act and such consent in writing shall have the same force and effect as though a formal meeting had been held pursuant to call being duly made and as though the said act had been done and authorized at a meeting at which a quorum had been present, or such duties may be delegated to an Executive Committee.

ARTICLE IX

The names and post office addresses of the members of the first Board of Directors and the slate of corporate officers are as follows:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
WALTER KRAUS	President	8775 Park Boulevard, Miami, Florida 33172
JOSE E. GONZALES	Vice- President Secretary	1100 S.W. 10 Street, Miami, Florida 33130

ARTICLE X

The names and post office addresses of the subscribers to the Articles of Incorporation, and the number of shares of stock that they agree to take are as follows:

Page 3 of 6

H96000007499

H960000074 99

<u>NAME</u>	<u>ADDRESS</u>	<u>NUMBER OF SHARES</u>
WALTER KRABS	8775 Park Boulevard, Miami, Fl. 33172.	50
JOSE E. GONZALEZ	1100 S.W. 10th St. Miami, Fl. 33130.	50

ARTICLE XI

The stock of the corporation may be issued pursuant to the provisions of Section 1244 of the Internal Revenue Code, so that the stockholders of the corporation may receive the benefits provided thereunder.

IN WITNESS WHEREOF, we have hereunto set our hands and seals, this 21st day of May, 1996.



WALTER KRABS (SEAL)



JOSE E. GONZALEZ (SEAL)

STATE OF FLORIDA }
COUNTY OF DADE } SS

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to administer oaths and take acknowledgements under the laws of the State of Florida, personally appeared WALTER KRABS and JOSE E. GONZALEZ, to me known to be the persons described in and who executed the foregoing Articles of Incorporation, and

Page 4 of 6

LAW OFFICES
CARLOS C. LOPEZ-AQUIAR, P.A. - CANTELOP BUILDING - 2300 CORAL WAY - SUITE 100 - MIAMI, FLORIDA 33145
TELEPHONE (305) 898-7777 - FACSIMILE (305) 898-0877

EMPIRE CORPORATE KIT

MAY-29-1996 09:47

P.12


H960000074 99

H960000074.99

acknowledged before me that they executed the same freely and voluntarily for the purposes therein expressed. Identification: WALTER KRABS DL# K612-917-51-058-0 and JOSE E. GONZALEZ DL# G524-425-41-028-0.

WITNESS my hand and official seal at City of Miami, County of Dade, State of Florida, this 21st day of May, 1996.




NOTARY PUBLIC, STATE OF
FLORIDA at Large

My Commission Expires:

Page 5 of 6

LAW OFFICES
CARLOS C. LOPEZ-AGUIAR, P.A. - CANTELOF BUILDING - 2300 CORAL WAY - SUITE 100 - MIAMI, FLORIDA 33148
TELEPHONE (305) 656-7777 - FACSIMILE (305) 656 8677

EMPIRE CORPORATE KIT

MAY-29-1996 09:47

P.13

H960000074.99

H96000007499

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, at City of Miami, County of DADE, State of FLORIDA, has named FLORIDA ANNUAL REPORT SERVICES, INC., a Florida corporation located at 2300 Coral Way, Miami, Florida 33145, as its agent to accept service of process within this State.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 MAY 29 PM 2:21

FILED

ACKNOWLEDGMENT 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 provisions of said Act relative to keeping open said office.

FLORIDA ANNUAL REPORT SERVICES, INC.

BY 
AMADA CANTERA LOPEZ
PRESIDENT

Page 6 of 6

H96000007499