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TO: DIVISION OF CORPORATIONS FROM: FAG-T CORP. AGENTS, INC.
DEPARTMENT OF STATE 8405 NW 53RD ST
STATE OF FLORIDA SUITE C-100
409 EAST GAINES STREET MIAMI FL 33166-
TALLAHASSEE, FL 32399 CONTACT: LIDIA FERNANDEZ
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((H96000011534))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: BOTANICA BOOK STORE, INC.
FAX AUDIT NUMBER: H96000011534 CURRENT STATUS: REQUESTED
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**CERTIFICATE OF INCORPORATION
OF
BOTANICA BOOK STORE, INC.**

I, the undersigned, in order to form a corporation under a pursuant to the provisions of the Laws of the State of Florida for the purposes hereafter set forth, hereby subscribe to this Certificate of Incorporation.

**ARTICLE I
NAME OF CORPORATION**

The name of the proposed corporation shall be:

BOTANICA BOOK STORE, INC.

**ARTICLE II
NATURE OF BUSINESS**

The general nature of the business to be transacted by this corporation shall be any activity permitted under the laws of the United States and the State of Florida.

**ARTICLE III
CAPITAL STOCK**

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is: 500 shares at no par value.

Prepared by:
Margarita Gil
13810 SW 18th St
Miami, Fl. 33175
Phone 305-2612639

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**ARTICLE IV
TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE V
PRINCIPAL PLACE OF BUSINESS**

The initial street address in this state of the principal office of this corporation is 5950 SW 5th Terrace, Miami, Fl. 33144. The Board of Directors may, from time to time, move the principal office to any other address in Florida.

**ARTICLE VI
DIRECTORS**

This corporation shall have initially two (2) director(s). The number of director(s) may increased or diminished from time to time by-laws adopted by the stockholders.

**ARTICLE VII
INITIAL DIRECTORS**

The name and street of the member(s) of the first Board of Director(s) is:

President	
Margarita Gil	13810 SW 18th St.
	Miami, Fl. 33175
Vice-President	
Secretary-Treasurer	
Mimi Alvarez	5950 SW 5th Terrace
	Miami, Fl. 33144

ARTICLE VIII

INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the incorporator is 13810 SW 18th St., Miami FL. 33175.

ARTICLE IX

REGISTERED AGENT

The initial designation of the registered office of this corporation shall be 5950 SW 5th Terrace., Miami FL. 33144.

And the registered agent shall be

Margarita Gil

Pursuant to Florida Statutes Section 607.164, having been named to accept process for the above stated corporation, at the place designated in these Articles of Incorporation, 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:


Registered Agent

**ARTICLE X
AMENDMENT**

This Corporation reserves the right to amend any provision of this articles of Incorporation in the manner provided by law. Any rights conferred upon shareholders shall be subject to this reservation.

**ARTICLE XI
SALE OF STOCK**

In the event of one stockholder decide to sale her own stock of the corporation the other stockholder always shall have the first option to buy and the corporation shall have held a Board of Directors meeting to receive the response.

IN WITNESS WHEREOF, The undersigned has executed, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this August 15, 1996.

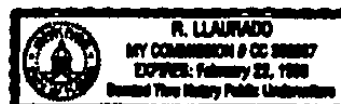

Incorporator

(STATE OF FLORIDA)
(COUNTY OF DADE)

BEFORE ME, A Notary Public, personally appeared , the incorporator herein, who, executed the foregoing Articles of incorporation and stated on oath that the contents thereof are true and correct, this August 15, 1996.

My commissions expires:





**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, 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 BOTANICA BOOK STORE, INC.
2. The name and address of the registered agent and office is: MARGARITA GIL , 13810 SW 18TH ST. MIAMI, FL. 33175.

SIGNATURE: _____

Margarita Gil

President

TITLE: _____

August 15, 1996

DATE: _____

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 AGREED TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE: _____

DATE: _____

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TALLAHASSEE, FLORIDA

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