

1201 HAYS STREET
MIAMI, FL 33131
0-344-8086
P96000072678



PRINCE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 071795 169526A

AUTHORIZATION :

Patricia Pizant

COST LIMIT : \$ 122.50

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 AUG 30 2:10 PM '96

ORDER DATE : August 30, 1996

ORDER TIME : 2:33 PM

ORDER NO. : 071795

900001987319

CUSTOMER NO: 169526A

CUSTOMER: Ms. Amy Concepcion
MANGUART & ASSOCIATES, P.A.

Main Floor
1428 Brickell Avenue
Miami, FL 33181

DOMESTIC FILING

NAME: PRINCE & COOKE CORP.

EFFECTIVE DATE:

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY
☐ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Juan E Jones

EXAMINER'S INITIALS:

J 9/3/96

DIVISION OF CORPORATIONS

96 AUG 30 PM 4:03

RECEIVED

**ARTICLES OF INCORPORATION
OF
PRINCE & COOKE CORP.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 AUG 30 AM 10:05

ARTICLE I - NAME AND ADDRESS

The name and mailing address of the Corporation is Prince & Cooke Corp. and c/o Julio E. Manguart, 1428 Brickell Avenue, Main Floor, Miami, FL 33131, respectively.

ARTICLE II - DURATION

The Corporation shall have a perpetual existence.

ARTICLE III - PURPOSE

The purpose of this Corporation is to engage in any activities or business permitted under the Laws of the United States and Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 1,000,000 shares of common stock having a one cent (\$.01) par value per share.

**ARTICLE V - INITIAL REGISTERED
OFFICE AND AGENT**

The initial registered office of this Corporation shall be 1428 Brickell Avenue, Main Floor, Miami, FL 33131, and the initial registered agent of this Corporation at such office shall be Julio E. Manguart, Esq., Manguart & Associates, P.A., who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes as amended from time to time, with respect to keeping an office open for service of process, and with the provisions of Section 607.0505, Florida Statutes, as amended from time to time, with respect to his duties as registered agent.

ARTICLE VI- INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of two members. The number of directors may be increased or decreased from time to time by vote of the stockholders, but in no case shall the number of directors be less than two nor more than five. The name and address of the director constituting the initial Board of Directors is:

<u>Name</u>	<u>Address</u>
Alejandro Prince	1428 Brickell Avenue Main Floor Miami, FL 33131

Federico Patricio Cooke

1428 Brickell Avenue
Main Floor
Miami, FL 33131

ARTICLE VII - INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is:

Name
Julio E. Manguart

Address
1428 Brickell Avenue, Main Floor
Miami, FL 33131

Incorporator

STATE OF FLORIDA)
COUNTY OF DADE) SS:

The foregoing Articles of Incorporation of Prince & Cooke Corp. were acknowledged before me this 28th day of August, 1996 by Julio E. Manguart, as Incorporator, who produced his Florida drivers license as identification, but did not take an oath.

Amy Concepcion
Notary Public

My commission expires :

OFFICIAL NOTARY SEAL
AMY CONCEPCION
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC566802
MY COMMISSION EXP. JUNE 26, 2000

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Prince & Cooke Corp. at the place designated in the Articles of Incorporation, Julio E. Manguart, agrees to comply with the provisions of Section 48.091 relative to keeping open such office, and states that he is familiar with, and accepts, the obligations provided for in Section 607.0505.

Date: August 28, 1996

Julio E. Manguart

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96/AUG 30 AM 10:05