

# CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870  
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302  
 TOLL FREE No. 1-800-342-8062  
 FAX (904) 222-1222

NAME \_\_\_\_\_  
 FIRM \_\_\_\_\_  
 ADDRESS \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_

PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
 One Day Service Two Day Service

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Matter No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

~~WALK-IN~~

REQUEST TAKEN CONFIRMED APPROVED  
 DATE \_\_\_\_\_  
 TIME \_\_\_\_\_ CK No. \_\_\_\_\_  
 BY Amc \_\_\_\_\_

WALK-IN Will Pick Up 11/8 1100

RE: L.B.A. Interior Design,  
Inc.

	C.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> ( ) Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input checked="" type="checkbox"/> C U S. <u>95</u>		
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kill		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, _____ Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone ( ) _____		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> FAX ( ) _____ pgs.		

SUBTOTALS \_\_\_\_\_

FEE.....

DISBURSED.....

SURCHARGE.....

TAX on corporate supplies.....

SUBTOTAL.....

PREPAID.....

BALANCE DUE.....

Please remit invoice number with payment  
 TERMS: NET 10 DAYS FROM INVOICE DATE  
 1 1/2% per month on Past Due Amounts  
 Past 30 Days, 18% per Annum.

THANK YOU  
 from  
 Your Capital Connection

96 OCT -8 AM 9:10  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

FILED

RECEIVED  
 96 OCT -8 AM 9:16  
 DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

RECEIVED  
96 OCT -8 PM 2:46  
DIVISION OF CORPORATION

October 8, 1996

CAPITAL CONNECTION, INC.  
417 E. VIRGINIA STREET  
SUITE 1  
TALLAHASSEE, FL 32301

SUBJECT: L.B.A. INTERIOR DESIGN, INC.  
Ref. Number: W96000021200

*Corrected*

We have received your document for L.B.A. INTERIOR DESIGN, INC. and check(s) totaling \$131.25. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6926.

Teresa Brown  
Corporate Specialist

Letter Number: 696A00045757

## TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

**SUBJECT:** L.B.A. Interior Design, Inc.  
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate

☐ \$122.50  
Filing Fee  
& Certified Copy

☒ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

**FROM:** Michael A. Vazquez, Esq.  
Name (Printed or typed)

2900 Middle Street, Suite 700  
Address

Miami, Florida 33133  
City, State & Zip

(305) 442-1700  
Daytime Telephone number

**NOTE:** Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION**  
**FOR**  
**L.B.A. INTERIOR DESIGN, INC.**

FILED  
96 OCT -8 AM 9:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned does hereby make, subscribe, acknowledge and file these Articles of Incorporation under the laws of the State of Florida.

**ARTICLE I**  
**NAME**

The name of the corporation is:

L.B.A. Interior Design, Inc.

**ARTICLE II**  
**PURPOSE**

This corporation is organized to transact any lawful business for which corporations may be incorporated under the laws of the State of Florida General Corporation Act, including but not limited to the following:

a. To guarantee, to acquire by purchase, subscription or otherwise, hold for investment or otherwise, sell, assign, transfer, mortgage, pledge or otherwise dispose of the shares of the capital stock, or any bonds, securities or evidences of indebtedness created by any other corporation or corporations of the State of Florida, or any other state or government, domestic or foreign; and while the owner of any such bonds, stocks, securities or evidences of indebtedness, to exercise all the rights, powers and privileges of ownership, including the right to vote thereon for any and all purposes; to aid by loan, subsidy, guaranty or in any other manner whatsoever so far as same may be permitted in the case of corporations organized under the general corporation laws of the State of Florida, any corporation whose stocks, bonds, securities or other obligations are or may be in any manner at any time owned, held or guaranteed, and to do all other acts or things for the preservation, protection, improvement or enhancement in value of any stocks, bonds, securities or other obligations and to do all and any such acts or things designed to accomplish any such purpose.

b. To acquire, hold, own, dispose of and generally deal in grants, concessions, franchises and contracts of every kind; to cause to be formed, to promote and to aid in any way in the formation of any corporation, domestic or foreign.

c. To act as financial, business and purchasing agent for domestic and foreign corporations, individuals, partnerships, associations, state governments or other bodies.

d. To acquire in any manner, enjoy, utilize, hold, sell, assign, lease, mortgage or otherwise dispose of letters, patent rights, licenses and privileges, inventions, improvements and processes, copyrights, trademarks and trade names or pending applications therefor, relating to or useful in connection with any business of the corporation or any other corporation in which the corporation may have an interest as a stockholder or otherwise.

e. To borrow money and contract debts when necessary for the transaction of its business or for the exercise of its corporate rights, privileges or franchises, or for any other lawful purpose of its incorporation; to issue bonds, promissory notes, bills of exchange, debentures and other obligations and evidences of indebtedness payable at the specified time or times, or payable upon the happening of a specified event or events, secured or unsecured, from time to time, for monies borrowed, or in payment for the property acquired, or for any of the other objects or purposes of the corporation or for any of the objects of its business; to secure the same by mortgage or mortgages, or deed or deeds of trust, or pledge or otherwise lien upon any or all of the property, rights, privileges or franchises of the corporation, wheresoever situated, acquired, or to be acquired; and to confer upon the holders of any debentures, bonds or other evidences of indebtedness of the corporation, secured or unsecured, the right to convert the principal thereof into any preferred or common stock of the corporation now or hereafter authorized, upon such terms and conditions as shall be fixed by the Board of Directors, to sell, pledge or otherwise dispose of any or all debentures or other bonds, notes and other obligations in such manner and upon such terms as the Board of Directors may deem judicious.

f. To acquire by purchase, subscription or otherwise, and to hold for investment, and to own, hold, sell, vote and handle shares of stock in other corporations.

g. To have one or more offices, conduct its business and promote its objects within and without the State of Florida, in other states, the District of Columbia, the territories, possessions, and dependencies of the United States, and in foreign countries, without restriction as to place or amount.

h. To do all and everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objects or the furtherance of any of the powers enumerated in this Certificate of Incorporation and benefit of the corporation, as principal, agent, director, trustee or otherwise and, in general, either alone or in association with other corporations, firms or individuals, to carry on any lawful business necessary or incidental to the accomplishment of the purposes or objects of the incorporation, whether or not such business is similar in nature to the purposes and objects set forth in these Articles of Incorporation or any amendment thereof.

### **ARTICLE III** **DURATION**

This corporation shall exist perpetually, or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

**ARTICLE IV**  
**SHARES OF STOCK**

The capital stock of this corporation shall consist of 100 shares of common stock, with an initial value of one dollar (\$1.00) per share.

**ARTICLE V**  
**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.

**ARTICLE VI**  
**PRINCIPAL OFFICE AND REGISTERED OFFICE AND AGENT**

The principal office of the corporation is 11405 S.W. 32nd Street, Miami, Florida 33165 and the name and address of the initial registered agent is H. Clay Roberts, Esq., Proenza & Roberts, P.A., 2900 Middle Street, 7th Floor, Miami, Florida 33133.

**ARTICLE VII**  
**INITIAL BOARD OF DIRECTORS**

This corporation shall have two (2) directors initially. The number of the directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1). The name and address of the initial directors of this corporation are:

LOURDES BASADRE-ALVAREZ  
11405 S.W. 32nd Street  
Miami, Florida 33165

and

IBRAHIM ALVAREZ, JR.  
11405 S.W. 32nd Street  
Miami, Florida 33165

**ARTICLE VIII**  
**INITIAL OFFICERS**

The initial officers of this corporation shall be as follows:

LOURDES BASADRE-ALVAREZ  
President/Treasurer

11405 S.W. 32nd Street  
Miami, Florida 33165

IBRAHIM ALVAREZ, JR.  
Vice-President/Secretary

11405 S.W. 32nd Street  
Miami, Florida 33165

## **ARTICLE IX** **INCORPORATORS**

The name and address of the incorporator executing these Articles of Incorporation is:

H. CLAY ROBERTS

2900 Middle Street  
Seventh Floor  
Miami, Florida 33133

## **ARTICLE X** **BY-LAWS**

The power to adopt, alter or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

## **ARTICLE XI** **ADDITIONAL PROVISIONS**

The following additional provisions for the regulation of the business and for the conduct of the affairs of the corporation, and the creating dividing, limiting and regulating the powers of the corporation, its stockholders and directors are hereby adopted as part of these Articles of Incorporation.

a. The Board of Directors from time to time shall determine whether and to what extent, and at what times and places, and under what conditions and regulations, the account and books of the corporation of any of them, shall be open to the inspection of the stockholders and no stockholder shall have any right to inspect any account or document of the corporation, except as conferred by a statute of authorization by the Board of Directors, or by resolution of the stockholders.

b. No person shall be required to own or hold common stock in the corporation as a condition precedent to holding an office in this corporation.

c. The directors may prescribe a method or methods for replacement of lost certificates and prescribe reasonable conditions by way of security upon the issue of new certificates therefor.

d. **Pre-emptive Rights:** When the Board of Directors so determine to increase the common stock authorization to be issued pursuant to these Articles of Incorporation, and any further increase of same, or any portion thereof, said stock shall first be offered, at part, prorata to the common stockholders in relation to their present holdings who may desire to subscribe for such stock.

**ARTICLE XII**

Special meetings of shareholders may be called as set forth in the By-Laws of this corporation.

**ARTICLE XIII**

This corporation reserves the right to amend or repeal any provision 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 subscriber has executed these Articles of Incorporation this 7th day of OCTOBER, 1996.

  
\_\_\_\_\_  
H. CLAY ROBERTS

STATE OF FLORIDA )  
COUNTY OF DADE )

BEFORE ME, a Notary Public in and for said County and State, personally appeared H. CLAY ROBERTS, to me well known to be the person described in the foregoing and he acknowledged before me the execution of the above and foregoing Articles of Incorporation.

WITNESS my hand and official seal, this 7th day of October, 1996.

  
\_\_\_\_\_  
NOTARY PUBLIC, State of Florida at Large

My Commission Expires:





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

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: L.B.A. Interior Design, Inc., a Florida corporation for profit
2. The address of the corporation is: 11405 S.W. 32nd Street  
Miami, Florida 33165
3. The name and address of the registered agent and office is:

H. Clay Roberts, Esq.  
PROENZA & ROBERTS, P.A.  
2900 Middle Street  
Seventh Floor  
Miami, Florida 33133

FILED  
OCT-8 AM 9:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Signature: [Signature]  
Corporate Officer

Title: President/Treasurer

Date: 10/3/96

Signature: [Signature]  
Corporate Officer

Title: Vice-President/Secretary

Date: 10/3/96

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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.0501, FLORIDA STATUTES.

Signature: [Signature]  
Registered Agent

Date: 10-7-96