

11/1/96

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

12:28 PM

H96000016168

((H96000016168 2))

TO: DIVISION OF CORPORATIONS

FAX #: (904) 922-0001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305) 541-3694

ACCT#: 072450003255

FAX #: (305) 541-3770

NAME: UBIETA, INC.
AUDIT NUMBER.....H96000016168
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..0 PAGES..... 4
CERT. COPIES.....0 DEL.METHOD.. FAX
EST.CHARGE.. \$70.00

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:
help F1 Option Menu F2

NUM

Connect: 00:07:26

RECEIVED
95 NOV 15 PM 1:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
95 NOV 15 PM 2:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Handwritten:
8/11/96
52242
25002
11/15/96

H96000016168

ARTICLES OF INCORPORATION

④

ARTICLE I - NAME

THE NAME OF THIS CORPORATION IS: **UBIETA, INC.**

WITH THE PRINCIPAL PLACE OF BUSINESS LOCATED AT:

**2318 WEST 68TH STREET
HIALEAH, FLORIDA 33016
(305) 558-4514**

FILED
JUN 15 PM 2 10
HIALEAH, FLORIDA

ARTICLE II - PURPOSE

THIS CORPORATION SHALL HAVE THE PERPETUAL EXISTENCE AND MAY ENGAGE IN ANY AND ALL LAWFUL BUSINESS UNDER THE LAWS OF THE UNITED STATES AND THE STATE OF FLORIDA.

ARTICLE III - CAPITAL STOCK

THIS CORPORATION IS AUTHORIZED TO ISSUE 1,000 SHARES OF ONE DOLLAR (\$ 1.00) PAR VALUE COMMON STOCK.

ARTICLE IV - PREEMPTIVE RIGHTS

EVERY SHAREHOLDER, UPON THE SALE FOR CASH OR ANY NEW COMMON STOCK OF THIS CORPORATION, SHALL HAVE THE RIGHT TO PURCHASE THEIR PRO RATA SHARE (AS NEARLY AS MAY BE DONE WITHOUT ISSUANCE OR FRACTIONAL SHARES) AT THE PRICE AT WHICH IT IS OFFERED TO OTHERS.

ARTICLE V - INITIAL REGISTERED OFFICE

THE STREET ADDRESS OF THE REGISTERED OFFICE OF THIS CORPORATION IS:

**2318 WEST 68TH STREET
HIALEAH, FLORIDA 33016
(305) 558-4514**

THE NAME OF THE INITIAL REGISTERED AGENT OF THIS CORPORATION IS:

GUILLERMO UBIETA

PREPARED BY:
GUILLERMO UBIETA, JR.
2320 WEST 68TH STREET
HIALEAH, FL. 33016
(305) 825-3929

H96000016168

H96000016168

ARTICLE VI -- INITIAL BOARD OF DIRECTORS

THIS CORPORATION SHALL HAVE 2 DIRECTOR(S) INITIALLY. THE NUMBER OF DIRECTORS MAY BE EITHER INCREASED OR DIMINISHED FROM TIME TO TIME THE BY-LAWS, BUT SHALL NEVER BE LESS THAN ONE (1). THE INITIAL DIRECTOR(S) OF THIS CORPORATION IS/ ARE:

GUILLERMO UBIETA - PRESIDENT, TREASURER & DIRECTOR
GUILLERMO UBIETA, JR. - VICE-PRESIDENT, SECRETARY & DIRECTOR

ARTICLE VII -- INCORPORATOR

THE NAME AND ADDRESS OF THE PERSON SIGNING THIS ARTICLE IS:

GUILLERMO UBIETA, JR.
2318 WEST 68TH STREET
HALEAH, FLORIDA 33016

ARTICLE VIII -- INDEMNIFICATION

THE CORPORATION SHALL INDEMNIFY ANY OFFICER OR DIRECTOR, OR ANY FORMER OFFICES OR DIRECTORS TO THE FULL EXTENT PERMITTED BY LAW.

ARTICLE IX -- MANAGEMENT OF CORPORATION SHAREHOLDERS

ALL CORPORATE POWERS SHALL BE EXERCISED BY OR UNDER THE AUTHORITY OF, AND THE BUSINESS AND AFFAIRS OF THIS CORPORATION SHALL BE MANAGED UNDER THE DIRECTOR OF, SHAREHOLDERS OF THIS CORPORATION.

ARTICLE X -- BY LAWS

THE POWER TO ADOPT, AFTER, AMEND OR REPEAL BY-LAWS SHALL BE VESTED IN THE BOARD OF DIRECTORS AND THE SHAREHOLDER.

IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS 15TH DAY OF NOVEMBER OF 1996.


Incorporator

H96000016168

H96000016168

**CERTIFICATE DESIGNATING THE ADDRESS AND AN
AGENT UPON WHOM PROCESS MAY BE SERVED**

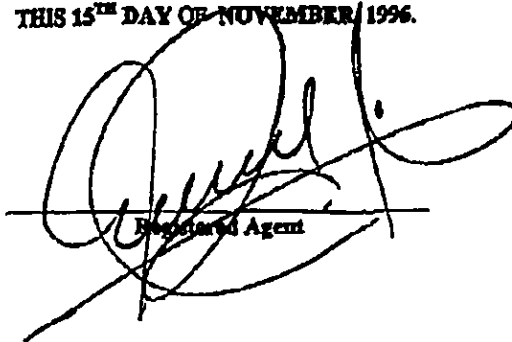
WITNESSETH:

**THAT UBIETA, INC. DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF
FLORIDA, WHICH WILL HAVE ITS PRINCIPAL OFFICE IN THE COUNTY OF DADE, STATE
OF FLORIDA, HAS APPOINTED GUILLERMO UBIETA, AS ITS AGENT TO ACCEPT
SERVICE OF PROCESS WITHIN THE STATE.**

ACKNOWLEDGMENT:

**HAVING BEEN NAMED BY THE FIRST BOARD OF DIRECTORS OF UBIETA, INC. TO
ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE
DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THE CAPACITY OF
REGISTERED AGENT FOR SAID CORPORATION, AND AGREE TO COMPLY WITH THE
APPLICABLE PROVISION OF THE FLORIDA STATUTES,**

THIS 15TH DAY OF NOVEMBER 1996.



Registered Agent

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

06 NOV 15 PM 2:10

FILED

H96000016168