

P96000103316

TRANSMITTAL LETTER

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

FILED  
96 DEC 24 AM 9 40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

100002027511--0

-12/12/96--01078--006

\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: CANDELA, CORP.

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

\$78.75 Filing Fee & Certificate.

FROM: Jesus Morejon  
1080 S.W. 142 Avenue  
Miami, Florida 33184  
(305) 265 - 4928

W96-26235  
-12/12/96



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

December 13, 1996

JESUS MOREJON  
1080 S.W. 142 AVE.  
MIAMI, FL 33184

SUBJECT: CANDELA, CORP.  
Ref. Number: W96000026235

We have received your document for CANDELA, CORP. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6067.

Neysa Culligan  
Document Specialist

Letter Number: 096A00055758

**ARTICLES OF INCORPORATION  
OF  
CANDELA VUELTA ABAJO, CORP.**

FILED  
96 DEC 24 AM 9:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation is Candela Vuelta Abajo, Corp.

ARTICLE II-ADDRESS

The address of the principal office and the mailing address of the corporation is:

1001 S.W. 67 Avenue  
Miami, Florida 33144

ARTICLE III - DURATION

The corporation shall have perpetual existence commencing on the date of filing.

ARTICLE IV - PURPOSE

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

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 100 shares of One Dollar (\$1.00) par value common stock which shall be designated "Common Shares".

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is:

1001 S.W. 67 Avenue  
Miami, Florida 33144

The initial resident agent of this corporation is:

Jesus Morejon

#### ARTICLE VII- INITIAL BOARD OF DIRECTORS AND OFFICERS

This corporation shall have one (1) Director initially. The number of Directors may be 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 Director and officers that shall hold office for the first year of the corporation's existence or until their successors are elected and qualified are as follows:

Jesus Morejon  
1080 S.W. 142 Avenue  
Miami, Florida 33184

President/Director

#### ARTICLE VIII - BY-LAWS

The By-Laws of this corporation may be adopted, amended or replaced by either the Stockholders or Directors.

#### ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

#### ARTICLE X - PREEMPTIVE RIGHTS

Every Stockholder, upon the sale of any stock of this corporation of the same kind, class or series as that of which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### ARTICLE XI - INCORPORATION


The name and address of the person signing this article is:

Jesus Morejon  
1080 S.W. 142 Avenue  
Miami, Florida 33184

ARTICLE XII - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the Stockholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 9th day of December, 1996.

  
Jesus Morejon

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE VI OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGN HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF ITS DUTIES AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Dated this 9th day of December, 1996.

  
Jesus Morejon

STATE OF FLORIDA     )  
                                  ) SS:  
COUNTY OF DADE     )

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA