

PA1000004804

Charter Number Only

1-15-97

Norman T. Roberts

Requestor's Name

20 W. Mashla DR. #2

Address

Key Biscayne, FL 33149

City

State

ZIP

Phone

#3601383

VALIDATION ONLY

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-01/16/97--01056--013
****122.50 ****122.50

CORPORATION(S) NAME

Abelco, Inc.

FILED
97 JAN 16 PM 2:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Empire Toll Free: 1-800-432-3028

☒ Profit

() NonProfit

() Amendment

() Merger

() Foreign

() Dissolution

() Mark

() Limited Partnership

() Annual Report

() Other

() Reinstatement

() Reservation

() Change of Registered Agent

☒ Certified Copy

() Photo Copies

() Certificate Under Seal

() Call When Ready

() Call If Problem

() After 4:30

☒ Walk In

() Will Wait

☒ Pick Up

() Mail Out

| | |
|----------------|--|
| Name | |
| Availability | |
| Document | |
| Examiner | |
| Updater | |
| Verifier | |
| Acknowledgment | |
| W.P. Verifier | |

CERTIFIED COPY

ARTICLES OF INCORPORATION

OF

ABELCA, INC.

FILED
97 JAN 16 PM 2:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation is ABELCA, INC.

ARTICLE II

This existence of this corporation shall be perpetual unless dissolved according to Florida law. In the event of dissolution of this corporation, all remaining assets of the corporation shall be transferred and delivered according to Florida law.

ARTICLE III

This corporation is organized for the purpose of acquiring by purchasing, exchanging, leasing, or otherwise, and owning, holding, using, developing, operating, selling, assigning, leasing, transferring, conveying, exchanging, mortgaging, creating security interests in, pledging, or otherwise disposing of or dealing in and with, real and personal property of every class or description and the rights and privileges therein wheresoever situate as well as transacting any and all lawful business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

The address of the principal office of the Corporation is
1581 Brickell Ave., Unit 307, Miami, Florida 33129.

ARTICLE V

The initial mailing address of this corporation shall be:
C/O Verdeja & Gravier 999 Ponce De Leon Blvd., Suite 500, Coral
Gables, Florida 33134.

ARTICLE VI

The maximum number of shares this Corporation is authorized to
issue is 100, all of which shall be Common Shares. All Common
Shares shall be identical with each other in every respect and the
holders thereof shall be entitled to one vote for each share upon
all matters on which shareholders have the right to vote.

ARTICLE VII

The corporation shall be managed by a Board of Directors. The
number of Directors, method of election and the method of removal
of Directors shall be as provided in the By-laws of the
corporation. The initial board of directors shall consist of one
member. The name and address of the person who will serve on the
initial board of directors is:

Mariano Abel de la Cruz
C/Playa De Zarauz 5
28290
Las Matas
Madrid, Spain

Maria Jesus de la Calle
C/Playa De Zarauz 5
28290
Las Matas
Madrid, Spain

ARTICLE VIII

The corporation shall have such Officers with such duties as provided in the By-laws.

ARTICLE IX

The By-laws of this corporation may be adopted, altered, amended or repealed by the Directors.

ARTICLE X

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

ARTICLE XI

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation in accordance with the provisions of the Florida General Corporation Act.

ARTICLE XII

The initial street address of the Corporation's registered office is Roberts & Salazar, L.L.P. 50 West Mashta Drive, Suite 2, Key Biscayne, Florida 33149. The initial registered agent for the Corporation at that address is Lisette Pie Salazar, Esquire.

ARTICLE XIII

The names and street address of the person signing these articles of incorporation is:

Lisette Pie Salazar
50 West Mashta Drive,
Suite 2,
Key Biscayne, Florida 33149.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 15 day of January, 1997.


Lisette Pie Salazar

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for ABELCA, INC. at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).


Lisette Pie Salazar

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 15th day of January, 1997 by Lisette Pie Salazar, who is personally known to me ✓ or who has produced _____ as identification.

My Commission Expires:


Notary Public, State of Florida

