

01/21/97

13 32

NO. 007

001

P97000005872

1/21/97

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

11:20 AM

((H97000001125 8))

TO: DIVISION OF CORPORATIONS FAX #: (904)922-4001
FROM: FAS-T CORP. AGENTS, INC. ACCT#: 071001002335
CONTACT: LIDIA FERNANDEZ
PHONE: (305)599-0839 FAX #: (305)716-0346
NAME: SIERRALTA & ASSOCIATES, INC.
AUDIT NUMBER.....H97000001125
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..1 PAGES..... 3
CERT. COPIES.....0 DEL.METHOD.. FAX
EST.CHARGE.. \$78.75
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. **

RECEIVED

97 JAN 21 PM 2:33

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
TALLAHASSEE, FLORIDA

97 JAN 21 PM 2:40

FILED

nc 1/22/97

01/21/97

13:32

YESIT J CAMPO C P A

3852627149

NO.007 002

P.02

H97000001125

CERTIFICATE OF INCORPORATION
OF
SIERRALTA & ASSOCIATES, INC.

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the State of Florida providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I - NAME

The name of the corporation shall be:

Sierralta & Associates, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

17500 N.E. 8th Pl
N. Miami Beach, Fl 33162

ARTICLE III - PURPOSE

The corporation shall have perpetual existence and may engage in any and all business permitted under the laws of the State of Florida and the United States.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of \$1.00 (one) par value common stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new common stock of this corporation, shall have the right to purchase his pro-rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Prepared by: Yesit J. Campo
85 Grand Canal Dr Ste 102
Miami, Fl 33144
(305) 262-4990

H97000001125

01/21/97

13:32

YESIT J CAMPO C P A

3082627149

NO.007 D03

P.03

H97000001125

ARTICLE VI-INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Benigno W. Sierralta
17500 N.E. 8th PL
N. Miami Beach, FL 33162

ARTICLE VII - BOARD OF DIRECTORS

This corporation shall have four directors initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one (1). The initial directors of this corporation are:

Benigno W. Sierralta
President/Secretary

17500 N.E. 8th PL
N. Miami Beach, FL 33162

ARTICLE VIII - INCORPORATOR

The name and street address of the incorporator to these articles is:

Benigno W. Sierralta
17500 N.E. 8th PL
N. Miami Beach FL 33162

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officers or directors to the full extent permitted by law.

ARTICLE X - BY LAWS

The power to adopt, alter, amend or repeal the by-laws shall be vested in the board of directors and the shareholders. In witness whereof, the undersigned incorporator has executed these articles of incorporation this 10th day of January, 1997


Benigno W. Sierralta

H97000001125

01/21/97

13:32

TRU11 J CAMPO C P A

3052627149

NO.007 004

P.84

H97000001125

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

WITNESSED:

That Sierralta & Associates, Inc. desiring to organize under the laws of the state of Florida has appointed Benigno Sierralta 17500 N.E. 8th pl N. Miami Beach, Fl 33162 as its registered agent to accept service of process within the state.

ACKNOWLEDGMENT:

Having been named by the first board of directors of The Sierralta & Associates, Inc. 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 agree to comply with the applicable provisions of the Florida Statutes, this 10th day of January, 1997



**Benigno W. Sierralta
Registered Agent**

RECEIVED UP STATE
TALLAHASSEE, FLORIDA

97 JAN 21 PM 2:40

FILED

H97000001125