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## **ARTICLES OF INCORPORATION**

OF

# SOUTH SUNCOAST, INC.

### **ARTICLE I - NAME**

The name of the corporation is **SOUTH SUNCOAST**, **INC.**, located at 807 S.W. 25th Avenue, Suite 301D, Miami, Florida.

# **ARTICLE II - DURATION**

This corporation shall have perpetual existence.

# **ARTICLE III - PURPOSE**

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

# **ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue 100 Shares of \$1.00 par value common stock. The owner(s) of all issued and not issued stock shall be as follows:

RAFAEL PEÑA 50 Shares 807 S.W. 25 Avenue Suite 301D Miami, Florida

MARCIA PEÑA 50 Shares 807 S.W. 25 Avenue Suite 301D Miami, Florida

### ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent of this corporation is RAFAEL PEÑA, 807 S.W. 25 Avenue, Suite 301D, Miami, Florida.

### ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) director(s) initially. The number of Directors may be increased or diminished from time to time by the By-Laws but shall never be less than (1). The name and address of the initial Director of this corporation is as follows:

#### PRESIDENT/TREASURER:

RAFAEL PEÑA 807 S.W. 25 Avenue Suite 301D Miami, Florida

#### VICE-PRESIDENT/SECRETARY:

MARCIA PEÑA 807 S.W. 25 Avenue Suite 301D Miami, Florida

# **ARTICLE VII - BY-LAWS**

The By-Laws of this corporation may be adopted, altered, amended or repealed by either the Stockholders or the Board of Directors.

### ARTICLE VIII - INDEMNIFICATION

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

### ARTICLE IX - PREEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that 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 X - INCORPORATOR**

The name and the address of the person signing these Articles is RAFAEL PEÑA, 807 S.W. 25 Avenue, Suite 301D, Miami, Florida.

## **ARTICLE XI - AMENDMENT**

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

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this \_\_\_\_\_\_ day of \_\_\_\_\_\_ February, 1997.

RAFAEL PEÑA

# **ACCEPTANCE BY REGISTERED AGENT**

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED CORPORATION 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.

THE PROVISIONS OF ALL STATE COMPLETE DISCHARGE OF IT'S DUTIES.

DATED THIS 18th DAY OF FROMON 1997.

RAFAEL PEÑA 77 PE

BEFORE ME, a notary public authorized in the State and County set forth above, personally appeared RAFAEL PEÑA, personally known to me or who has produced 

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IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this \( \lambda \) day of \( \text{Febluary} \), 1997.

NOTARY PUBLIC
My Commission Expires:

a.l. Canal