

P97000020351

From: A. F. FERNANDEZ  
2555 COLLINS AVE. #PH210  
MIAMI BEACH, FL. 33140

City/State/Zip

Phone #

Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. \_\_\_\_\_  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

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NEW FILINGS	
	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of R.A., Officer/ Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

000002089680--9  
-02/17/97--01110--019  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

OTHER FILINGS	
	Annual Report
	Fictitious Name
	Name Reservation

REGISTRATION/ QUALIFICATION	
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

634-624-615-611.  
W97-4169



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

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February 20, 1997

A. F. FERNANDEZ  
2555 COLLINS AVENUE #PH210  
MIAMI BEACH, FL 33140

SUBJECT: LATINO MANAGEMENT SERVICES, INC.  
Ref. Number: W97000004169

We have received your document for LATINO MANAGEMENT SERVICES, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

The document must include original signatures.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

The registered agent must sign accepting the designation.

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) 487-6973.

Claretha Golden  
Document Specialist

Letter Number: 697A00009150

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DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION  
OF  
LATINO MANAGEMENT SERVICES, INC.

ARTICLE I - Name

The name of this corporation is Latino Management Services, Inc.

ARTICLE II - Nature of Business

This corporation may engage in any activity or business permitted under the laws of the United States of America and of this State.

ARTICLE III - Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is one hundred (100) shares of common stock, each share having a per value of one dollar (\$1.00).

Authorized capital stock may be paid in cash, services, or property, at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

ARTICLE IV - Term of Existence

This corporation shall have perpetual existence.

ARTICLE V - Initial Registered Office & Agent & Principal Address

The registered agent of this corporation shall be Alvaro F. Fernandez. The street address of the initial registered office and the principal address of this corporation is 2555 Collins Avenue #PH-210, Miami Beach, Florida 33140.

#### ARTICLE VI - Initial Board of Directors

This corporation shall have three directors initially. The number of directors may be either increased or diminished from time to time by the laws, but shall never be less than one. The names and addresses of the initial directors of this corporation are:

Estanislao Carballo	2485 S.W. 25 street	Miami, FL 33133
Victor M. Alba	453 N.E. 76 street	Miami, FL 33138
Alvaro F. Fernandez	2555 Collins Ave. #PH210	Miami Beach, FL 33140

All of the said directors are of full age.

#### ARTICLE VII - Initial Officers

The names and addresses of the officers are as follows:

PRESIDENT:	Estanislao Carballo 2485 S.W. 25 street Miami, FL 33133
VICE-PRESIDENT:	Victor M. Alba 453 N.E. 76 street Miami, FL 33138
TREASURER:	Alvaro F. Fernandez 2555 Collins Ave. Apt. PH - 210 Miami Beach, FL 33140

#### ARTICLE VIII - Incorporator

The name and addresses of these persons signing these articles are

Estanislao Carballo	2485 S.W. 25 street	Miami, FL 33133
Victor M. Alba	453 N.E. 76 street	Miami, FL 33138
Alvaro F. Fernandez	2555 Collins Ave. Apt. PH-210	Miami Beach, FL 33140

#### ARTICLE IX - Distribution

The names and addresses of each subscriber of these Articles of Incorporation, and the number of shares of stock which each agree to take, and the sum subscribed to and paid are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARE</u>
Estanislao Carballo	2485 S.W. 24 Street	20
Victor M. Alba	453 N.E. 76 street	20
Alvaro F. Fernandez	2555 Collins Ave. Apt. PH-210	20

The rest of the shares will be divide or negotiate according to a determination from the board of directors.

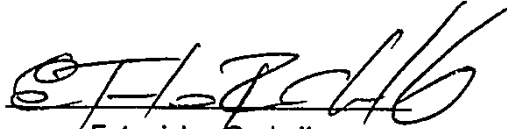
#### ARTICLE X - Effective Date

The Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

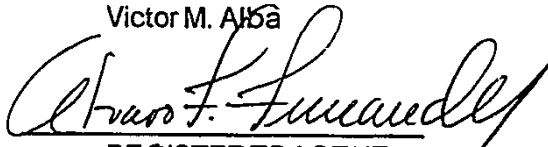
#### ARTICLE XI - Amendment

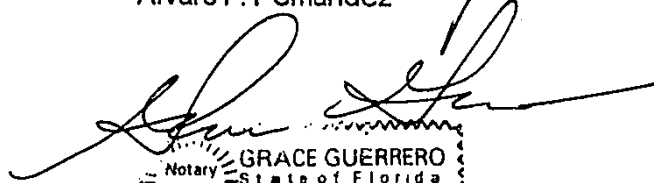
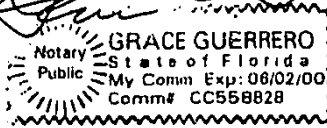
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders meeting by a majority of the stock entitled to vote thereon. Unless, all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned subscriber has executed these  
Articles of Incorporation this 05 day of February, 1997.

  
Estanislao Carballo

  
Victor M. Alba

  
REGISTERED AGENT  
Alvaro F. Fernandez

  
  
Notary Public  
GRACE GUERRERO  
State of Florida  
My Comm Exp: 06/02/00  
Comm# CC558828

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SS

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BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set Forth above, personally appeared: Estanislao Carballo Victor M. Alba and Alvaro E. Fernandez known to me and known by me to be the person who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my  
official seal, in the State and County aforesaid, this 10 10

05 day of february, 1997.

As aforesaid, this

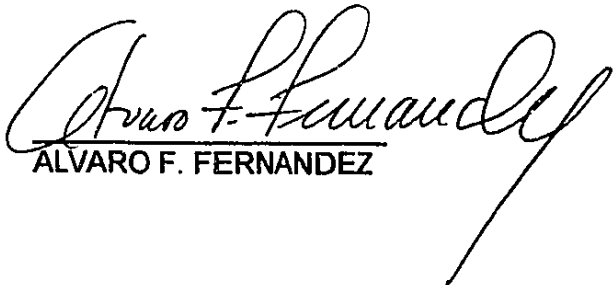


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February 26, 1997

I, **Alvaro F. Fernandez**, hereby am familiar with and accept the duties and responsibilities as Registered Agent for Latino Management Services, Inc.

  
ALVARO F. FERNANDEZ