

PD97000028763

R. Latorre

Requestor's Name

9450 SW 81 Ave

Address

Miami, FL 33156

City/State/Zip

Phone #

400002125584--5

-03/27/97--01024--017

\*\*\*\*\*70.00 \*\*\*\*\*70.00

Office Use Only

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

1. First Commerce, Inc.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

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<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED  
97 MAR 27 AM 11:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

PK 3/31/97

**ARTICLES OF INCORPORATION**

**OF**

**FIRST COMMERCE, INC.**

**FILED**

**97 MAR 27 AM 11:30**

**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I**

**NAME**

The name of the corporation is First Commerce, Inc. (hereinafter called the "Corporation").

**ARTICLE II**

**PURPOSE**

The purpose for which the Corporation is formed is to engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida.

**ARTICLE III**

**CAPITAL STOCK**

The capital stock authorized, the par value thereof, and the class of such stock shall be as follows:

<b><u>NUMBER OF SHARES AUTHORIZED</u></b>	<b><u>PAR VALUE PER SHARE</u></b>	<b><u>CLASS OF STOCK</u></b>
1,000	\$1.00	Common

**ARTICLE IV**

**REGISTERED OFFICE AND AGENT**

The address of the Corporation's registered office in the State of Florida is 757 Northwest 27th Avenue, Third Floor, Miami, Florida, County of Dade, and the name of the registered agent at such address is George Z. Goldberg, Esq.

## **ARTICLE V**

### **PRINCIPAL OFFICE**

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

First Commerce, Inc.  
9450 Southwest 81 Avenue  
Miami, Florida 33156

## **ARTICLE VI**

### **DIRECTORS**

The Board of Directors of the Corporation shall consists of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's bylaws. The number of directors constituting the initial Board of Directors is three (3), and the names and addresses of the members of the Board of Directors, who are to serve as the Corporations's directors until their successors are duly elected and qualified are:

Richard Latorre  
9450 Southwest 81 Avenue  
Miami, Florida 33156

Albert F. Latorre  
9450 Southwest 81 Avenue  
Miami, Florida 33156

Daisy Quintana  
8101 Camino Real, Ste C216  
Miami, Florida 33143

## **ARTICLE VII**

### **INCORPORATOR**

The name of the Incorporator is Richard Latorre and the address of the Incorporator is 9450 S.W 81 Avenue - Miami, Florida 33156.

## **ARTICLE VIII**

### **INDEMNIFICATION**

This Corporation shall indemnify and may advance expenses to its officers and directors to the fullest extent permitted by law in existence either now or hereafter.

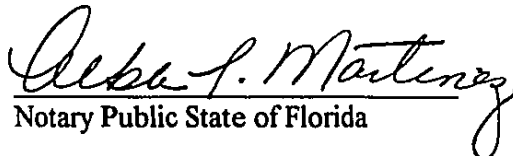
IN WITNESS WHERE OF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida General Corporation Act of the State of Florida has signed these Articles of Incorporation this 17th day of March 1997.

  
Richard Latorre, President

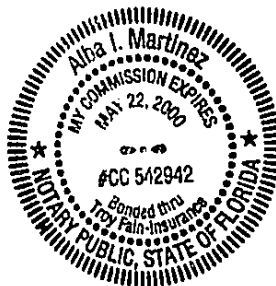
STATE OF FLORIDA     )  
                                  )  
COUNTY OF DADE     )

BEFORE ME, the undersigned authority, personally appeared Richard Latorre, to me known to be the person described in and who executed the foregoing Articles of Incorporation, who, after being duly sworn under oath, acknowledged before me that said person executed the same for the purpose therein expressed.

WITNESS my hand and official seal in the State and County aforesaid, this 17th day of March 1997.

  
Notary Public State of Florida

My commission expires:



**CERTIFICATE DESIGNATED REGISTERED AGENT**

Pursuant to Chapter 607, Florida Statutes, the following is submitted in compliance with said Act: That desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in Article IV of the Article of Incorporation, FIRST COMMERCE, INC. has named George Z. Goldberg, located on the Third Floor, 757 Northwest 27th Avenue, Miami, Florida, County of Dade, State of Florida, as its agent to accept service of process within this State.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above stated corporation at the place designated in this Certificate, George Z. Goldberg hereby agrees to act in this capacity as registered agent, and agrees to comply with the provisions of all statutes relative to the proper and complete discharge of his duties.

Dated this 17th day of March 1997.

REGISTERED AGENT:

BY: 

George Z. Goldberg, ESQ.

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97 MAR 27 AM 11:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA