

P97000031070

DEPARTMENT OF STATE  
DIVISION OF CORPORATION  
GEORGE FIRESTONE BUILDING  
409 EAST GAINES STREET  
TALLAHASSEE, FLORIDA 32399

OCTOBER 27, 1996

ISCANDEL PEREZ  
390 SABUR LANE  
BUILDING 39 APT 6  
OPALACKA, FLORIDA 33054

300002112933--0  
-03/13/97--01109--002  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

DEAR SIRs:

ENCLOSED PLEASE FIND TWO COPIES OF THE ARTICLES OF CORPORATION, ONE ORIGINAL AND A COPY TO BE STAMPED FILED AND MAILED BACK TO ME. I WOULD APPRECIATE IT IF YOU COULD PLEASE SEND IT BACK TO ME AS SOON AS POSSIBLE. I HAVE INCLUDED A MONEY ORDER FOR THE AMOUNT OF 78.75 to COVER THE FEES FOR CORPORATION AND CERTIFICATE STATUS. IF ANY QUESTION PLEASE FREE TO CALL ME AT

THANK YOU,

*Isca Del Perez*  
ISCANDEL PEREZ

MAR 1 2 1997

BSB  
W97-6283

97 APR -7 AM 10:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

APR 7 1997



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

March 18, 1997

ISCANDEL PEREZ  
390 SABUR LANE  
BUILDING 39 APT. 6  
OPA LOCKA, FL 33054

SUBJECT: SCANDEL CORPORATION  
Ref. Number: W97000006283

We have received your document for SCANDEL CORPORATION and check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6925.

Brenda Baker  
Corporate Specialist

Letter Number: 497A00013644

ARTICLES OF INCORPORATION

OF

~~LOU-SCANDEL~~ CORPORATION

ARTICLE I

NAME

The name of this corporation is ~~LOU-SCANDEL~~ CORPORATION

ARTICLE II

NATURE OF BUSINESS

This corporation is being formed for the following purposes;

To conduct any and all business activities permitted by the laws of the state of Florida.

To generally have and exercise all powers, rights and privileges necessary and incident to carrying out properly the objects here in mentioned.

To carry on any other lawful business and to do any and everything necessary, suitable, convenient or proper for the accomplishment of any of the objects here in before enumerated or incidental to the purpose and powers herein named or for the corporation or which at any time appear conducive thereto or expedient.

ARTICLE III

TERM OF EXISTENCE

This corporation shall have perpetual existence unless sooner dissolved in accordance with the law of the state of Florida.

The date of which corporate existence shall begin is the date on which these articles of corporation are filed with the secretary of the state of Florida.

ARTICLE IV

CAPITOL STOCK

This corporation is authorized to issue 100 shares of 1.00 par value common stock, which shall be designated "common shares"

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 390 SABUR LANE OPALACKA, FL. 33054 #6 And the initial registered agent of this corporation at that address is ~~LOU-SCANDEL~~ PEREZ

FILED

97 APR -7 AM 10:40

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



ARTICLE VI

INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased from time to time by the by-laws, but shall never be less than one. The names and Addresses of the initial directors are:

PRESIDENT:

ISCANDEL PEREZ  
390 SABUR LANE  
BUILDING 39 APT 6  
OPALACKA, FLORIDA 33054  
ARTICLE VII

  
ISCANDEL PEREZ

CLASSES OF DIRECTORS

The by-laws of this corporation may provide that the directors be divided into two or more classes whose terms of office shall respectively expire at different times, provide that no such term shall continue longer than three years and provided further that at least one fourth in number of the directors shall be elected annually.

ARTICLE VIII

AMENDMENT TO ARTICLES OF INCORPORATION AND BY-LAWS

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation or any amendment here to and any right conferred upon the share holders is subject to this reservation. Further the power to adopt, alter, amend or repeal by-laws shall be vested in the board of directors and the share holders of this corporation.

ARTICLE IX

POWERS

This corporation shall have all of the corporate powers enumerated in the Florida general corporation act.

ARTICLE X

DIVIDENDS

Dividends payable on shares of any class may be paid to the holder of shareholders of any other class.

ARTICLE XI

INDEMNIFICATION

This corporation shall indemnify any and all of its directors, officers employees or agents of former directors officers.

employees or agents or any person or persons who may have served at its request as a director, officer, employee or agent of another corporation partnership, joint venture, trust or other enterprise in which it owns shares of capital stock or of which it is creditor, to the full extent permitted by law. The expenses, including the cost of any judgment, fines settlements and counsel fees actually and necessarily paid or incurred in connection with any action suit or processing whether civil criminal, administrative or investigative, and any appeal thereof, to which any such person or his legal representative maybe made a party by reason of his being or having been a director, officer, employee or agent as here in provided. The forego right of indemnification shall not be exclusive of any other rights to which any directors, officer, employee or agent may be entitled as a matter of law he may be lawfully granted.

ARTICLE XII

INCORPORATE

ISMAEL PREZ

IN WITNESS WHEREOF, The under signed subscriber has executed this article of incorporation.

Dated: October 27, 1996

CERTIFICATE DESIGNATING REGISTERED AGENT

In pursuance of chapter 48.091, Florida statutes, the following is submitted in compliance with said act.

*LOU-SCANDEL Corporation*  
That *LOU-SCANDEL Corporation* CORPORATION desiring to organize under the laws of the state of Florida with its initial registered office as indicated in the certificate of incorporation, at the city of Miami, county of Dade, state of Florida has named the same *ISCANDEL PEREZ* as its agent to accept service of process within this office.

ACKNOWLEDGMENT

Having been named to accept service of process for the above corporation at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said act, relative to keeping open said office.

*Iscaudel Perez*  
ISCANDEL PEREZ

FILED  
97 APR - 7 AM 10:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA