

P97000040912

3

9:29 AM

PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET

((H97000007596 4))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY  
CONTACT: RAY STORMONT  
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: SAINT JORGE, INC.

AUDIT NUMBER.....H97000007596

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 6

CERT. COPIES.....1

DEL.METHOD.. FAX

BST.CHARGE.. \$122.50

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. \*\*

\*\* INVALID SELECTION...PLEASE RE-ENTER \*\*

ENTER SELECTION AND <CR>:

Help F1 Option Menu F2

NUM

Connect: 00:01:48

FILED  
97 MAY -8 21 10:35  
TALLAHASSEE, FLORIDA

H97000007596

**ARTICLES OF INCORPORATION  
SAINT JORGE, INC**

⑥

**ARTICLE I**

The name of this corporation shall be:  
**SAINT JORGE, INC**

With the principal place of business located at:  
18170 W DIXIE HIGHWAY  
AVENTURA FL 33160

**ARTICLE II  
GENERAL NATURE OF BUSINESS**

The general nature of the business to be transacted by this Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida.

**ARTICLE III  
CAPITAL STOCK**

This Corporation is authorized to issue 1000 shares of Common Stock, par value \$1.00 (one U.S. dollar) per share.

**ARTICLE IV  
PREEMPTIVE RIGHTS**

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

**ARTICLE V  
INITIAL REGISTERED OFFICE**

The street address of the registered office of this Corporation is:  
18179 W DIXIE HIGHWAY  
AVENTURA FL 33160

The Name of the initial REGISTERED AGENT of this Corporation is:  
**JORGE LUIZ C. ESTEVES**

PREPARED BY: THE LAW OFFICES OF RICARDO SANTIAGO SANCHEZ  
RICARDO SANTIAGO SANCHEZ, ESQ., FLA. BAR # 835285  
141 NE 3<sup>RD</sup> AVE 9<sup>TH</sup> FL DOOR, MIAMI, FL 33132 (305) 373-6211

H97000007596

FILED  
97 MAY -8 4:10:35  
TALLAHASSEE, FLORIDA

H9700007596

ARTICLE VI  
INITIAL BOARD OF DIRECTORS

This Corporation shall have 1 Director(s) initially, the number of Directors may be either increased or diminished from time to time the bylaws, but shall never be less than one (1). The initial Director(s) of this Corporation is/are:

President - JORGE LUIZ C ESTEVES  
Director Secretary - ALEXIS OBERST VIEIRA

ARTICLE VII  
INCORPORATOR

The name and address of the person signing this article is:  
JORGE LUIZ C ESTEVES  
1000 WILLIAM ISLAND BLVD 2304  
AVENTURA FL 33160

ARTICLE VIII  
INDEMNIFICATION

The Corporation shall indemnify any officer or Director, or any former officers or Directors to the full extent permitted by law.

ARTICLE IX  
MANAGEMENT OF CORPORATION SHAREHOLDERS

All Corporate powers shall be exercised by or under the authority of, and the business and affairs of this Corporation shall be managed under the Director of, shareholders of this Corporation.

ARTICLE X  
BY LAWS

The power to adopt, after, amend or repeal by-laws shall be vested on the BOARD OF DIRECTORS and the SHAREHOLDER.

IN WITNESS WHEREOF, The undersigned incorporator has executed these  
Article of Incorporation this 07 DAY OF MAY OF 1997

H9700007596

  
Incorporador

H97000007596

STATE OF FLORIDA)

COUNTY OF DADE )

BEFORE ME, A NOTARY PUBLIC AUTHORIZED TO TAKE  
ACKNOWLEDGMENTS IN STATE AND COUNTY SET FORTH ABOVE,  
PERSONALLY APPEARED.

JORGE LUIZ C. ESTEVLIS

KNOWN TO ME TO BE THE PERSON WHO EXECUTED THE FOREGOING  
ARTICLES OF INCORPORATION, AND HE ACKNOWLEDGED BEFORE  
ME THAT HE EXECUTED SAME.

IN WITNESS WHEREOF, I HAVE HEREUNDER SET MY HAND AND  
AFFIXED MY OFFICIAL SEAL.

IN THE STATE AND COUNTY AFORESAID

THIS 07 DAY OF MAY, 1997

  
NOTARY PUBLIC  
STATE OF FLORIDA AT LARGE

My commission expires:



H97000007596

H97000007596

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

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

97 MAY -8 AM 10:35

FILED

WITNESSETH:

THAT SAINT JORGE INC  
DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF  
FLORIDA, WHICH WILL HAVE ITS PRINCIPAL OFFICE IN THE COUNTY  
OF DADE, STATE OF FLORIDA HAS APPOINTED:

JORGE LUIZ C. ESTEVES

AS ITS AGENT ACCEPT SERVICE OF PROCESS WITHIN THE STATE.

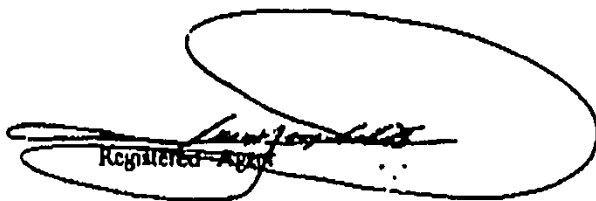
ACKNOWLEDGMENT:

HAVING BEEN NAMED BY THE FIRST BOARD OF DIRECTORS OF:

SAINT JORGE, INC

TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED  
CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I  
HEREBY AGREE TO ACT IN THE CAPACITY OF REGISTERED AGENT  
FOR SAID CORPORATION, AND AGREE TO COMPLY WITH THE  
APPLICABLE PROVISION OF THE FLORIDA STATUTES.

THIS 07 DAY OF MAY, 1997

  
Registered Agent

H97000007596

P. 12/13

EMPIRE CORPORATE KIT

MAY-08-1997 09:46

H97000007596

## SPECIFIC POWER OF ATTORNEY

BE IT KNOWLEDGED, THAT I, **SAINT JORGE, INC** THE  
 UNDERSIGNED, TO HEREBY GRANT A LIMITED AND SPECIFIC POWER OF  
 ATTORNEY TO THE LAW OFFICES OF RICARDO SANTIAGO SANCHEZ OF  
 MIAMI, FL - AS MY ATTORNEY-IN-FACT.

SAID ATTORNEY-IN-FACT SHALL HAVE FULL POWER AND AUTHORITY TO  
 UNDERTAKE AND PERFORM ONLY THE FOLLOWING ACTS ON MY BEHALF:  
 MANAGE THE PROCEDURES IN ORDER TO OBTAIN FROM ANY KIND OF BUSINESS  
 LICENSES, INQUIRE ABOUT LIABILITIES WITH THE IRS., FLORIDA DEPARTMENTS,  
 CUSTOMS, AND ANY OTHER GOVERNMENTAL OFFICE. THE AUTHORITY HEREIN  
 SHALL INCLUDE SUCH INCIDENTAL ACTS AS ARE REASONABLY REQUIRED TO  
 CARRY OUT AND PERFORM THE SPECIFIC AUTHORITIES GRANTED HEREIN.

MY ATTORNEY-IN-FACT AGREES TO ACCEPT THIS APPOINTMENT SUBJECT TO ACT  
 AND PERFORM IN SAID FIDUCIARY CAPACITY CONSISTENT WITH MY BEST  
 INTEREST AS MY ATTORNEY-IN-FACT IN THIS DISCRETION DEEMS ADVISABLE.

THIS POWER OF ATTORNEY IS EFFECTIVE UPON EXECUTION, THIS POWER OF  
 ATTORNEY MAY BE REVOKED BY ME AT ANY TIME, AND SHALL AUTOMATICALLY  
 BE REVOKED UPON MY DEATH, PROVIDED ANY PERSON RELYING ON THIS POWER  
 OF ATTORNEY SHALL HAVE FULL RIGHTS TO ACCEPT AND RELY UPON THE  
 AUTHORITY OF MY ATTORNEY-IN-FACT UNTIL IN RECEIPT OF ACTUAL NOTICE OF  
 REVOCATION.

SIGNED UNDER SEAL THIS 07 DAY OF MAY, 1997

STATE OF FLORIDA  
 COUNTY OF DADE

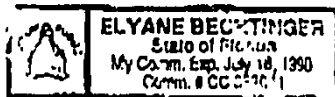
On / / before me, **RICARDO SANTIAGO SANCHEZ** personally appeared:

Personally known to me (or proved to me on the basis of satisfactory evidence) to be the person  
 whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they  
 executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on  
 the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the  
 instrument.

WITNESS MY HAND AND OFFICIAL SEAL.

Signature

Notary Public



Affiant Known X Produced ID  
 Type of ID

H97000007596