

1997000058250

12:09 PM

PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET

((H97000010914 4))

TO: DIVISION OF CORPORATIONS

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

FAX #: (850) 922-4001

ACCT#: 072450003255

FAX #: (305) 541-3770

NAME: AGRO-MAX INTERNATIONAL, INC.  
AUDIT NUMBER.....H97000010914  
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.  
CERT. OF STATUS..0  
CERT. COPIES.....1

PAGES..... 5  
DEL.METHOD.. FAX  
EST.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. \*\*

ENTER SELECTION AND <CR>:  
Help F1 Option Menu F2

NUM

Connect: 00:01:59

FILED  
97 JUL -2 AM 8 42  
TALLAHASSEE, FLORIDA





FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

July 2, 1997

EMPIRE

SUBJECT: AGRO-MAX INTERNATIONAL, INC.  
REF: W97000015383

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

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.

The name conflict is "AGROMAX INTERNATIONAL, CORP."

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 (850) 487-6931.

Backy McKnight  
Document Specialist

FAX Aud. #: H97000010914  
Letter Number: 297A00034686

497000010914

**ARTICLES OF INCORPORATION  
OF  
AGRI-MAX INTERNATIONAL, INC.**

97 JUL -2 AM 8:42  
FILED  
SECRET  
TALLAHASSEE

We, the undersigned, HORACIO R. ROSALES, hereby associate ourselves for the purpose of becoming a corporation under the laws of the state of Florida, by and under the provisions of the statutes of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

**ARTICLE I**

The name of the corporation shall be:  
**AGRI-max International, Inc.**

**ARTICLE II  
NATURAL OF BUSINESS**

The corporation general nature of the business and the objects and purposes proposed to be transacted and carried on are to do any or all business permitted under the laws of the United States and the State of Florida, regarding security and investigative services.

a) to engage in any legal business.

b) In the purchase or acquisition of business rights or franchises, or for additional working capital, or for any other object in or about its business or affairs, and without limit as to amount, to incur debt, and to raise, borrow and secure the payment of money in any lawful manner, including issue and sale or other disposition of bonds, warrants, debentures, obligations, negotiable and transferable instruments and evidence of all kinds, whether secure by mortgage, pledge, deed or trust or otherwise.

c) Generally to perform and make contracts of any kind and description and for the purpose of attaining any of the objects of the corporation, to do and perform any other acts or things, and to exercise any and all powers which a co-partnership or natural person could do and exercise, and which now are, or hereafter maybe authorized by law, and generally to do and perform any and all things necessary or incident to the performing and carrying out of the powers here and above specifically delegated or implied.

**ARTICLE III  
CAPITAL STOCK**

The authorized capital stock of this corporation shall be divided into 5000 shares at \$1.00 par value. All said stocks shall be payable in cash, property, labor or services at a just valuation to be fixed by the Board of Directors at a meeting called for the purpose, or paid for, with the capital stock at a just valuation to be fixed by the Board of Directors at a meeting called for the purpose. none of the stockholders herein, or anyone who may become stockholder of this corporation, shall have or shall ever have pre-emptive rights in and to any authorize or un issued stocks of this corporation until such time as a Amendment to the By-laws may be passed. This provision is made pursuant to Florida Statute 608.42.

Francisco Gomez, Secy.  
515 SW 12 Avenue  
Miami, FL 33130 (305) 324-8830

497000010914

497000010914

#### **ARTICLE IV DURATION**

The corporation shall exist perpetually unless sooner dissolve according to law.

#### **ARTICLE V PRINCIPAL PLACE OF BUSINESS**

The principal place of business of said corporation shall be 515 Southwest 12th Avenue Suite 523-A Miami, Florida 33130 with the privilege of having branch offices at other places within or without the State of Florida.

#### **ARTICLE VI REGISTERED AGENT**

The Registered Agent designated to accept service of process for the corporation shall be HORACIO R. ROSALES.

#### **ARTICLE VII DIRECTORS**

The number of directors of this corporation shall be such as shall from time to time be fixed by and in the manner provided in the By-laws of the corporation, but shall at no time be less than one (1) nor more than seven (7). Except, as may otherwise be required by law, vacancies in the Board of Directors and newly created directors may be filled by a majority of the Directors then in office, although less than a quorum.

#### **ARTICLE VIII INITIAL DIRECTORS**

The name and address of the first Board of Directors of this corporation who hold office for the first year or until successors are chosen, shall be:

**Name**  
HORACIO RAFAEL ROSALES

**Address**  
515 Southwest 12 Ave Suite 521-A  
Miami, Florida 33130

HORACIO RAMON ROSALES

515 Southwest 12 Ave Suite 521-A  
Miami, Florida 33130

497000010914

4497000010914

## ARTICLE IX NAME AND ADDRESS OF OFFICER

The name and address of the officer of this corporation who shall hold office for the first year or until their successors are chosen, shall be:

**Name**  
HORACIO RAFAEL ROSALES

**Address**  
515 Southwest 12 Ave Suite 521-A  
Miami, Florida 33130

HORACIO RAMON ROSALES

1214 Alton Road # 202  
Miami Beach, Florida 33139

## ARTICLE X SUBSCRIBER

The name and post office address of the subscriber and the number of shares each agree to take are:

**Name**  
HORACIO RAFAEL ROSALES

**Address**  
515 Southwest 12 Ave Suite 523-A  
Miami, Florida 33130

**Shares**  
5000

## ARTICLE XI

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON PROCESS MAY BE SERVED.**

In compliance with section 48.091, Florida Statutes, the following is submitted:

First, that AGRI-MAX INTERNATIONAL, INC. (name of the corporation) desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at City of Miami, State of Florida, has named, HORACIO R. ROSALES of 515 Southwest 12 Ave Suite 523-A Miami, Florida 33130 as its agent to accept services of process within Florida.

  
HORACIO R. ROSALES  
CORPORATE OFFICER

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.

  
HORACIO R. ROSALES

Date: 7-1-97

FILED  
JUL -2 AM 8:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

4497000010914