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Office Use Only

CORPORATI	ON NAME(S) & DO	CUMENT NUMBER(S), (if know	own):
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NEW FILINGS	AMEND	MENTS	
	Amendment	, 1	
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1000	OTHER FILINGS
	Annual Report
	Fictitious Name
	Name Reservation

REGISTRATION/SQUALIFICATION
Foreign
Limited Partnership
Reinstatement
Trademark
Other

Examiner's Initials

# ARTICLES OF INCORPORATION

OF

# PURE OCEAN, INC.

97 JUL 18 AM 9: LO TÄLLÄHÄSSEE, FLORIĜA

The undersigned incorporator hereby make, subscribe, certify, acknowledge, adopt and file these Articles of Incorporation as follows:

# ARTICLE I - NAME

The name of the Corporation is. PURE OCEAN, INC.

# ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The initial principal office and mailing address of the corporation shall be:

10505 S. W. 165th Terrace, Miami, Florida 33157-3062

# ARTICLE III - TERM OF EXISTENCE

This corporation shall exist perpetually, unless sooner dissolved according to law, and corporate existence shall commence with the filing of these Articles.

# **ARTICLE IV - PURPOSE**

The purposes for which the Corporation is organized is for the purpose of transacting any and all lawful business.

# ARTICLE V - INITIAL REGISTERED OFFICE.

# REGISTERED AGENT AND ADDRESS

The street address of the initial registered office of the Corporation shall be 10505

S. W. 165th Terrace, Miami, Florida 33157-3062, and the name of the initial registered agent of the Corporation at that address is JUAN ANDRES PEREZ.

### ARTICLE VI - STOCK

The aggregate number of shares which the Corporation has authority to issue is 500, all of which shall be common shares with the par value of One Dollar (\$1.00) per share.

### **ARTICLE VII - PREEMPTIVE RIGHTS**

Each shareholder of any class of stock of this Corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the Corporation and any securities of the Corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

### **ARTICLE VIII - SECTION 1244 STOCK**

The stock of this Corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

### <u>ARTICLE IX - MINIMUM CAPITAL</u>

The Corporation will begin business with One Thousand Dollars (\$1,000.00) as minimum capital contributed by the Incorporator.

### ARTICLE X - DIRECTORS

There shall be one (1) member of the initial Board of Directors of the Corporation.

The name and address of the person who is to serve as Director until the first election there is as follows:

**Name** 

**Address** 

JUAN ANDRES PEREZ

10505 S. W. 165th Terrace Miami, Florida 33157-3062

## ARTICLE XI - STOCK TRANSFER ABILITY

No shareholder of this Corporation may sell or transfer his/her shares in this Corporation except after the same shall have been approved, at a stockholders' meeting especially called for such purpose, by the holders of a majority of the outstanding stock. At such stockholders' meeting, the shares of stock held by the shareholder proposing to sell or transfer his/her shares may not be voted or counted toward such approval, unless such shares constitute all of the shares issued by the Corporation. The Board of Directors of this Corporation may adopt any additional Bylaws restraining the alienation of shares and providing for the purchase or redemption by the Corporation of its shares; provided, however, that such provisions dealing with the purchase or redemption by the Corporation of its shares may not be invoked at a time or in a manner that would impair the capital of the Corporation.

### **ARTICLE XII - INCORPORATOR**

The name and address of the Incorporator and Subscriber to these Articles of Incorporation is as follows:

Name

Address

**JUAN ANDRES PEREZ** 

10505 S. W. 165th Terrace Miami, Florida 33157-3062 IN WITNESS WHEREOF, I have hereunto set my hand and seal on this 15th day

of July 15th, 1997 to these Articles of Incorporation.

JUAN ANDRES PEREZ

STATE OF FLORIDA

**COUNTY OF DADE** 

The foregoing instrument was acknowledged before me this 15th day of July 15th, 1997, by JUAN ANDRES PEREZ, who is personally known to me or who has produced

\_\_as identification.

NOTARY PUBLIC, STATE OF FLORIDA Printed Name: J. M. LLUBERES

My Commission Expires:
J. M. HUBERES

Hotary Public, State of Florida
My comm. expires Oct. 26, 1998

Comm. No. CC-496017

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

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

FIRST: That <u>PURE OCEAN, INC</u>, desiring to organize and qualify under the laws of the State of Florida, with its principal place of business at Miami, County of Dade, State of Florida, has named JUAN ANDRES PEREZ, located at 10505 S. W. 165th Terrace. Miami, Florida 33157-3062, as its Agent to accept service of process within Florida.

PURE OCEAN, INC.

Dated: July 15th, 1997

JUAN ANDRES HERES

SECOND: 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.

JUAN ANDRES REREZ
Registered Agent

Dated: July 15th, 1997

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