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NEW FILINGS	AMENDMENT	S	13 PHIZ: 31
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NonProfit	Resignation of R.A.,	Officer/ Director	RINE SILVER
Limited Liability	Change of Registered	l Agent	
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Examiner's Initials

CR2E031(1/95)

### CERTIFICATE OF INCORPORATION OF

97 AUG 13 PH 12: 31
SECRETARY OF STATE
TALLAHASSEE FLORIDA

B.A.L.A., INC.

The undersigned subscribers to these Articles of Incorporation each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of State of Florida.

ARTICLE ONE NAME

The Name of this business Corporation shall be:

B.A.L.A., INC.

ARTICLE TWO
NATURE OF BUSINESS

This Corporation may engage in any activity or business permitted under laws of the United States of American and the laws of the State of Florida.

### ARTICLE THREE TERM OF EXISTENCE

This Corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida.

The date on which corporate existence shall begin is:

UPON ACCEPTANCE BY THE SECRETARY OF STATE

### ARTICLE FOUR CAPITAL STOCK

This Corporation is authorized to issue of stock as follows:
A Designation: The Stock of this Corpora-
tion shall be known as common stock.
B Authorized; The maximum number of
shares of common stock that this Corporation may issue is:
One Hundred (100) Shares.
C Par Value: Each share of common stock
shall have the par value of:
(\$10.00) per value per share.

D.- Consideration: Share of common stock may be issued in exchange for Cash, Real Property, Labor or Services rendered or any combination of the foregoing in the absence of fraud in the transaction, the judgement of the Board of the Directors as the value of any such consideration shall be conclusive.

E.- Non - Assessability: Each share of common shall be issued in exchange for consideration which is at least equal to the par value thereof, and shall be fully paid and Non-Assessable.

F.- Voting rights: Each share of common stock shall entitle the record holder thereof to one vote upon each proposal presented at meeting of the stockholders of the Corporation.

G.- Cumulative: No holder of common stock shall be entitle to any right of cumulative voting.

H - Dividends: Record holders of common stock are entitle to receive their pro-rata share of any dividends that may be declared by Board of Directors out of assets legally available for such purpose.

I.-Liquidation: Holders of common stocks are entitle in the even of the liquidation or dissolution of this Corporation to receive their pro-rata share of any assets of this Corporation remaining after payment of shall corporate debts and obligations.

# ARTICLE FIVE MINIMUM CAPITAL

The amount of Capital with which the Corporation shall begin shall not less than One Thousand Dollars (\$1,000.00), or such greater amount as may be required by law.

## ARTICLE SIX ADDRESS

This initial post office address of principal office of this Corporation in the State of Florida is: 5700 Collins Avenue, #4F. Miami Beach, Florida.

#### ARTICLE SEVEN NUMBER OF DIRECTORS

This Corporation shall at all times have at least four (2) initially, the number of Directors may be increased or diminished from time to time in such manner as may be prescribed by the By-Laws, but shall never be less than one (1).

#### ARTICLE EIGHT FIRST BOARD OF DIRECTORS

The names and Post Office addresses of the members of the First Board of Directors are

PRESIDENT: Alexandre Heller. 5700 Collins Ave. # 4F. Miami Beach, Fl. ViCE-PRESIDENT:Laurent Bourgade. 1200 West Ave #1204. M. Beach. SECRETARY:Alexandre Heller. 5700 Collins Ave. #4F. Miami Beach, Fl. TREASURER:Laurent Bourgade. 1200 West Ave #1204. Miami Beach, Fl.

### ARTICLE NINE SUSCRIBER'S ADDRESSES

The Post Office addresses of the suscribers of these Articles of Corporation, the number of shares of stock each agrees to take and value of the consideration thereof are:

ALEXANDRE HELLER.- 6700 Collins Ave #4F. Miami Beach, Fl. 33140 Ninety (90) Shares at Ten Dollars (\$10.00) per value per Share. LAURENT BOURGADE.- 1200 West Ave # 1204, Miami Beach, Fl. 33139. Ten (10) Shares at Ten Dollars (\$10.00) per value per Share.

## ARTICLE TEN AMENDMENT

This Certificate of Incorporation may be amended in any manner consistent with the Laws of the State of Florida.

ARTICLE ELEVEN
RESIDENT AGENT

The Resident Agent of this Corporation is:

Alexandre Heller 5700 Collins Ave.#4F Miaml Beach, Fl. 33140.

The Corporation may change it's Resident Agent and principal office at any time.

IN WITNESS WHEREOF, the undersigned suscribers do make, suscribe, acknowledge and file this Certificate for the purpose of forming a Corporation for profit under the Laws of the State of Florida.

Date

August 10th 🖈 997

Subgriber and rendent agent

Suscribe)

STATE OF FLORIDA )
COUNTY OF DADE )

individuals described in and who executed the foregoing Certificate of incorporation and who acknowledged before me that the same executed for purposes therein expressed.

IN WITNESS WHEREOF, I hereunto affixed my hand and official seal at Miami, County of Dade, State of Florida, on 10th of August ,1997.

OFFICIAL NOTARY SEAL
RAFAEL MIRABAL
COMMISSION NUMBER
CC407501
MY COMMISSION EXP.
SEPT 15,1998

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# CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the tate of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1.	The name of the corporation is: R.A.L.A., INC.
2.	The name and address of the registered agent and office is:
-	ALEXANDRE HELLER (NAME)
	5700 Collins Ave. # 4F. MiamiBeach, Florida, 33140  (P.O. BOX NOT ACCEPTABLE)
	Miami Beach, Florida, 33140
	(CITY/STATE/ZIP)
	SIGNATURE
	(corporate officer)
	TITLE PRESIDENT
	DATE8/10/97
PR TH AN PR FO	VING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF OCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN IS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT ID AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE OVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.
	SIGNATURE
	DATE 8/10/97 CORDUIT 3