

*Madison Rogers*  
*404 - Bonners Ave*  
*Naples, Fla.*  
*34108*

FILED  
 SECRETARY OF STATE  
 DIVISION OF CORPORATIONS  
 97 OCT 30 PM 5:32

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. *Latin-American Festival of Collier*  
 (Corporation Name) (Document #)

2. *County Inc.*  
 (Corporation Name) (Document #)

*P97000093808*  
 (Corporation Name) (Document #)

☐ Walk in

☐ Pick up time \_\_\_\_\_

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

100002334271--9  
 -10/30/97-01095--002  
 \*\*\*\*\*70.00 \*\*\*\*\*70.00

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

*10-31-97*

Examiner's Initials *WS*

ARTICLES OF INCORPORATION  
OF

LATIN -AMERICAN FESTIVAL OF COLLIER COUNTY INC.

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ARTICLE I - NAME

THE NAME OF THE CORPORATION IS: LATIN -AMERICAN FESTIVAL OF COLLIER  
COUNTY INC.

ARTICLE II - DURATION

THIS CORPORATION IS TO EXIST PERPETUALLY.

ARTICLE III - PURPOSE

THIS CORPORATION IS ORGANIZED TO ENGAGE IN ANY ACT OR BUSINESS  
PERMITTED UNDER THE LAWS OF THE UNITED STATES OF AMERICA AND  
THE STATE OF FLORIDA.

ARTICLE IV - CAPITAL STOCK

THIS CORPORATION IS AUTHORIZED TO ISSUE 7,500 SHARES OF COMMON STOCK  
WITH A PAR VALUE OF ONE DOLLAR (\$1.00) PER SHARE.

ARTICLE V - PREEMPTIVE RIGHTS

EVERY SHAREHOLDER, UPON THE SALE FOR CASH OF ANY NEW STOCK OF THIS  
CORPORATION OF THE SAME KIND, CLASS OR SERIES AS THAT WHICH HE ALREADY

HOLDS SHALL HAVE THE RIGHT TO PURCHASE THIS PRORATA SHARE THEREOF  
(AS NEARLY AS MAY BE DONE WITHOUT ISSUANCE OF FRACTIONAL SHARES)  
AT THAT PRICE AT WHICH IT IS OFFERED TO OTHERS.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THIS CORPORATION  
IS: 2338 INMOKALEE RD., SUITE 204. NAPLES, FLORIDA. 33942-1445.  
AND THE NAME OF THE REGISTERED AGENT OF THIS CORPORATION AT THAT  
ADDRESS IS: MODESTO REYES.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

THIS CORPORATION SHALL HAVE TWO (2) DIRECTORS INITIALLY.  
THE NUMBER OF DIRECTORS MAY EITHER BE INCREASED OR DIMINISHED FROM  
TIME TO TIME BY THE BYLAWS, BUT SHALL NEVER BE LESS THAN ONE(1).  
THE NAMES AND ADDRESSES OF THE INITIAL DIRECTORS OF THIS CORPORATION  
ARE:

NAME	ADDRESS
MODESTO F. REYES.	404 CONNERS AVE. NAPLES, FLA. 34108.
VILMA R. REYES.	404 CONNERS AVE. NAPLES, FLA. 34108.

ARTICLE VIII - INCORPORATOR

THE NAME AND ADDRESS OF THE INCORPORATOR IS:

NAME	ADDRESS
MODESTO F. REYES.	404 CONNERS AVE. NAPLES, FLA. 34108.

ARTICLE IX - BYLAWS

THE POWER TO ADOPT, ALTER, AMEND OR REPEAL BYLAWS SHALL BE VESTED IN THE BOARD OF DIRECTORS.

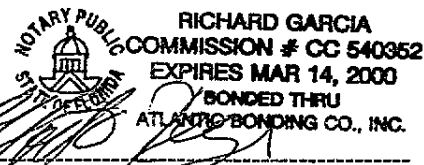
ARTICLES X - INDEMNIFICATION

THE CORPORATION SHALL INDEMNIFY ANY OFFICER OR DIRECTOR, OR ANY FORMER OFFICER OR DIRECTOR, TO THE FULL EXTENT PERMITTED BY LAW.

ARTICLE XI - AMENDMENT

THIS CORPORATION RESERVES THE RIGHT TO AMEND OR REPEAL ANY PROVISIONS CONTAINED IN THESE ARTICLES OF INCORPORATION, OR ANY AMENDMENT THEREOF, AND ANY RIGHT CONFERRED UPON THE SHAREHOLDERS IS SUBJECT TO THIS RESERVATION.

EXECUTED BY THE UNDERSIGNED INCORPORATOR THIS 28<sup>th</sup> DAY OF October, 1997.


  
*Richard Garcia*

STATE OF FLORIDA     )

COUNTY OF COLLIER    )

THE FOREGOING ARTICLES OF INCORPORATION WAS ACKNOWLEDGED  
BEFORE ME THIS 28<sup>th</sup> DAY OF October, 1997, BY

MODESTO F. REYES.

  
NOTARY PUBLIC, RICHARD GARCIA,  
COMMISSION # CC 540352  
EXPIRES MAR 14, 2000  
BONDED THROUGH  
NOTARY PUBLIC, ATLANTIC BONDING CO., INC.

STATE OF FLORIDA AT LARGE

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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING  
IS SUBMITTED:

FIRST: THAT THE LATIN - AMERICAN FESTIVAL OF COLLIER COUNTY INC. IS  
ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS  
PRINCIPAL PLACE OF BUSSINESS AT COUNTY OF COLLIER, STATE OF FLORIDA,  
HAS NAMED MODESTO F. REYES, LOCATED AT: 2338 INMOKALEE ROAD, SUITE 204  
NAPLES, FLA. 33942-1445.

AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE:



MODESTO F. REYES.

TITLE: INCORPORATOR

DATE: October 28<sup>th</sup>, 1997.

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 PROVISION  
OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY  
DUTIES.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 OCT 30 PM 5:32

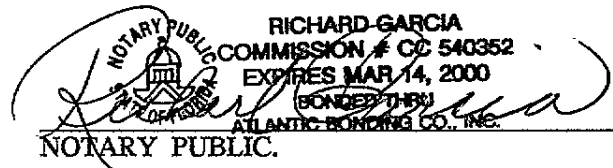
SIGNATURE:

  
\_\_\_\_\_  
MODESTO F. REYES.

DATE: October 28<sup>th</sup>, 1997.

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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MODESTO F. REYES.

A circular notary seal for Richard Garcia, Notary Public, Commission # CC 540352, expires Mar 14, 2000. The seal includes a signature and the text "BONDED THROUGH ATLANTIC BONDING CO., INC." and "NOTARY PUBLIC."  
RICHARD GARCIA  
COMMISSION # CC 540352  
EXPIRES MAR 14, 2000  
BONDED THROUGH  
ATLANTIC BONDING CO., INC.  
NOTARY PUBLIC.

STAE OF FLORIDA AT LARGE.



THE PERSONS WHOSE NAME APPEAR BELOW ARE APPOINTED DIRECTORS OF THE CORPORATION TO SERVE FOR A PERIOD OF ONE YEAR AND UNTIL THEIR SUCESSOR ARE APPOINTED OR ELECTED AND SHALL QUALIFY:

MODESTO F. REYES.

VILMA R. REYES.

THE PERSONS WHOSE NAMES APPEAR BELOW ARE APPOINTED OFFICERS OF THE CORPORATION TO SERVE FOR A PERIOD OF ONE YEAR AND UNTIL THEIR SUCCESSORS ARE APPOINTED OR ELECTED AND SHALL QUALIFY:

CHAIRMAN: MODESTO F. REYES.

PRESIDENT: MODESTO F. REYES.

VICE PRESIDENT: VILMA R. REYES.

SECRETARY: VILMA R. REYES.

TREASURER: MODESTO F. REYES.

THE PRESIDENT AND TREASURER WERE AUTHORIZED TO ISSUE THE STOCK CERTIFICATES IN THE FORM ADOPTED AND ATTACHED HERETO FOR THE CONSIDERATION OF:

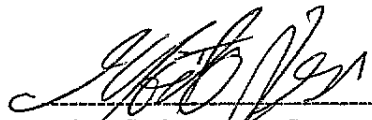
MODESTO F. REYES.	100 SHARES	\$100.00
VILMA R. REYES.	100 SHARES	\$100.00

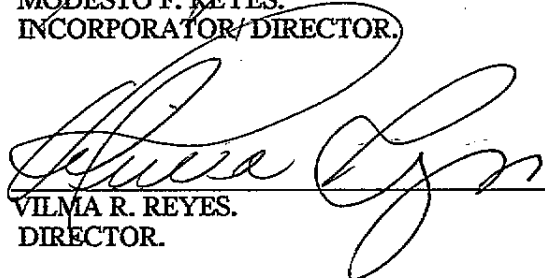
THE TREASURER WAS AUTHORIZED TO OPEN A BANK ACCOUNT IN THE STATE OF FLORIDA, AND A RESOLUTION FOR THE PURPOSE ON THE PRINTED FORM OF THE BANK IS TO BE ADOPTED AND INSERTED IN THE RECORD BOOK.

ALL DRAFTS, CHECKS AND NOTES OF THE CORPORATION , PAYABLE ON SAID ACCOUNT ARE HEREBY DIRECTED TO BE MADE IN THE NAME OF THE CORPORATION SIGNED BY THE FOLLOWING INDIVIDUAL: MODESTO F. REYES.

THE INCORPORATOR AND DIRECTORS HEREIN HAVE ELECTED TO AVAIL THEMSELVES OF INTERNAL REVENUE CODE SECTION 1244.

DATED: October 28<sup>th</sup>, 1997.

  
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MODESTO F. REYES.  
INCORPORATOR/DIRECTOR.

  
\_\_\_\_\_  
VILMA R. REYES.  
DIRECTOR.