

P97000096803

October 27, 1997

10000233541--6  
-10/30/97--01020--006  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Florida Department of State  
DIVISION OF CORPORATIONS  
Tallahassee, Florida 32314

Enclosed is a filing request for a new corporation: WRITE FOR YOU, Inc.

A check in the amount of \$70. is also attached.

Thank you for your attention to this matter.

Sincerely,

  
Didier Darias

**EFFECTIVE DATE**

11-17-97

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 NOV 12 PM 12:40

6511 SW 20th Street  
Miami, Florida 33155

(305) 261-4647

P96 #5864  
Aventura, FL  
5/30/98

November 6, 1997

Ms Dana Calloway  
Document Specialist  
Florida Department of State  
Division of Corporations  
Tallahassee, Florida 32314

Ref No W9700024788

Dear Ms Calloway:

This is in reference to your letter number 797A00052877 (copy enclosed), in which you indicate that the original name submitted for this new corporation -WRITE FOR YOU, INC- presented a conflict. I understand that, with proper modification, the name-idea could still be accomplished.

That is why, as you will see, we have now chosen IT'S WRITE FOR YOU, INC. The Department that used to verify proposed names indicated that, at least, there was no name on record exactly like that.

As you know, the \$70 fee was previously submitted.

Thanks.

  
Didier Darias

6511 SW 20th Street  
Miami, Florida 33155  
(305) 261-4647



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

October 31, 1997

DIDIER DARIAS  
6511 SW 20TH STREET  
MIAMI, FL 33155

SUBJECT: WRITE FOR YOU, INC.  
Ref. Number: W97000024788

We have received your document for WRITE FOR YOU, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

CONFLICTS WITH WRITE FOR YOU INCORPORATED, FILED 05/30/96,  
DOCUMENT # P976000045864, AVENTURA, FL

Please return the original and one copy of 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) 487-6933.

Dana Calloway  
Document Specialist

Letter Number: 797A00052877

CERTIFICATE OF INCORPORATION

ARTICLE ONE

**EFFECTIVE DATE**

NAME

11-17-97

The name of this Corporation shall be: IT'S WRITE FOR YOU, Inc.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
9 17 NOV 12 PM 12:40

ARTICLE TWO

NATURE OF BUSINESS

This Corporation may engage in any activity or business permitted under the laws of the United States of America 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 November 17, 1997.

ARTICLE FOUR

MINIMUM CAPITAL

The amount of capital with which the Corporation shall begin business shall be no less than FIVE HUNDRED (\$500.00) DOLLARS or such greater amount as required by law.

ARTICLE FIVE

NUMBER OF DIRECTORS

This Corporation shall at all times have at least one Director. The stockholders of this Corporation may, from time to time, and at any time, increase or diminish the size of the Board of Directors, provided that the Corporation shall have at all times a minimum of one Director.

**ARTICLE SIX**  
**CLASSES OF DIRECTORS**

The by-laws of the Corporation may provide that the Directors be divided into two or three more classes, whose terms of office shall expire at different times.

**ARTICLE SEVEN**  
**AMENDMENTS**

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

**ARTICLE EIGHT**  
**CAPITAL STOCK**

This Corporation is authorized to issue shares of stock as follows:

- A. **DESIGNATION:** The stock of this Corporation shall be known as Common Stock.
- B. **AUTHORIZED:** The maximum number of shares of Common Stock that this Corporation may issue is ONE THOUSAND (1000).
- C. **PAR VALUE:** Each share of Common Stock shall have the par value of ONE (\$1.00) DOLLAR.
- D. **CONSIDERATION:** Shares 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 Directors as to the value of any such consideration shall be conclusive.
- E. **NON-ASSESABILITY:** Each share of Common Stock shall be issued in exchange for consideration which is at least equal to the par value thereof, and shall be fully paid and non-assesable.
- F. **VOTING RIGHTS:** Each share of Common Stock shall entitle the record holder thereof to one vote upon each proposal presented at meetings of the stockholders of the Corporation.

- G. CUMULATIVE VOTING: No holder of Common Stock shall be entitled to any right of cumulative voting.
- H. DIVIDENDS: Record holders of Common Stock are entitled to receive their pro-rata share of any dividends that may be declared by the Board of Directors out of assets legally available for such purpose.
- I. LIQUIDATION RIGHTS: Holders of Common Stock are entitled, in the event of the liquidation or dissolution of this Corporation, to receive their pro-rata share of any assets remaining after payment of all corporate debts and obligations.

**ARTICLE NINE  
REGISTERED OFFICE AND REGISTERED AGENT  
AND PRINCIPAL OFFICE ADDRESS**

The street address of the Corporation's registered office and the name of its initial registered agent at such address are as follows:

NAME	ADDRESS
Didier Darias	6511 S.W. 20th Street Miami, Florida 33155

I HEREBY AGREE TO ACT AS REGISTERED AGENT FOR THE CORPORATION:

IT'S WRITE FOR YOU, Inc.

AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL FLORIDA STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES:



Didier Darias  
(Registered Agent)

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 NOV 12 PM 12:40

**SOLE SUBSCRIBER  
AND INITIAL DIRECTOR**

The undersigned individual, competent to contract, executed this Certificate of Incorporation as sole subscriber and initial Director. The undersigned individual shall hold office as a Director until his successor has qualified, following his election or appointment.

**SUBSCRIBER DIRECTOR:** Didier Darias

**STREET ADDRESS:** 6511 S.W. 20th Street  
Miami, Florida 33155

IN WITNESS WHEREOF, the undersigned subscriber does make, subscribe, acknowledge and file this Certificate for the purpose of forming a Corporation for profit under the laws of the State of Florida.

DATE: October 29, 1997

  
\_\_\_\_\_  
Didier Darias

STATE OF FLORIDA )

) SS

COUNTY OF DADE )

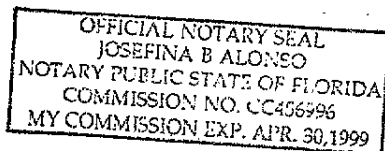
BEFORE ME, the undersigned authority, personally appeared

**DIDIER DARIAS**

to me well known and known to be the individual described therein  
and who executed the foregoing Certificate of Incorporation and who  
acknowledged before me that the same was executed for the purpose  
herein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and  
official seal at Miami, Dade County, Florida.

SEAL:



**SIGNED:**

Josefina Alonso

NOTARY PUBLIC  
STATE OF FLORIDA  
AT LARGE

DATE:

DATE: November 7, 1997