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FLORIDA DEPARTMENT OF STATE
Sandra B Mari'

Sandra B. Mortham Secretary of State DIVISION OF CORPORATION

December 1, 1997

**LAZARUS** 

MIAMI, FL.

SUBJECT: PINO TILE, INC. Ref. Number: W97000026764

We have received your document for PINO TILE, INC.. However, the document has not been filed and is being returned for the following:

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 a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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) 487-6934.

Loria Poole Corporate Specialist

Letter Number: 897A00056683

# ARTICLES OF INCORPORATION OF

PINAR TILE, INC.

We, the undersigned incorporators, make, subscribe and acknowledge, and file with the Department of State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the state of Florida.

#### I NAME:

The name of the corporation shall be: PINAR\_TILE .. INC.

#### II. PURPOSE

The purpose of the Corporation is to transfer any and all lawful business for which corporations may be incoporated under the laws of the State of Florida, as they may be amended from time to time.

## III. PRINCIPAL OFFICE AND REGISTERED AGENT

The principal office of the Corporation is 1120 N.W. 114 Street, Miami, Florida 33168. The Corporation may maintain offices and/or transact business at other locations, either within or without the State of Florida. The name and address of the registered agent for service of process upon the Corporation is Juan Reyes, 1120 N.W. 114 Street, Miami, Florida 33168.

#### IV DURATION

This corporation sahll have perpetual existence, and its existence shall commence at the date and time of filling of these Articles of Incorporation by the Department of State.

### V CAPITAL STOCK

This corporation is authorized to issue 100 shock at no par.

Shares may be issued for such consideration as is determined from time to time by the shareholders.

This power which is hereby reserved unto the stockholder by right, may, and it is hereby delegated, unto the Board of Directors. The Board may issue the shares of this corporation for such consideration as is determined from time to time by the Board, unless and until the stock holders by affirmative action communicate to the Boar in writing, their decision to determine the consideration for the issuance of non issued or sale of treasury shares. This action by stockholders will not affect prior actions by the Board.

The consideration for the issuance of shares or for the disposal of treasury shares may be paid, in whole or in part, in cash or other property, tangible or intangible, or in services or labor actually performed for the corporation. Shared may not be issued until the full amount of the consideration for which shares are to be issued shall have been received by the corporation, such shares shall be deemed to be fully paid and nonassessable.

#### VI INCORPORATOR

The name and address of each subscriber of these Article of Incorporation is:

Juan Reyes, 1120 N.W. 114 Street, Miami, Florida 33168.

### VII DIRECTORS

The number of directors constituting the initial Board of Directors of the Corporation is3. The names and addresses of the persons who are appointed to act as the initial directors of the Corporation are:

Juan Reyes

1120 N.W. 114 Street

Miami, Florida 33168.

Francisco Milian

3501 N.W. Proad Manor Miami, Florida 33147

Agustin Diaz

350 E 34 Street # 201 Hialeah, Fl. 33013

#### VIII <u>NO PERSONAL LIABILITY</u>

The private property of the stockholders shall not be subject to the payment of corporate debts.

## OPERATING PROVISIONS

The provisions for the operation, regulations, and management of the business and internal affairs of the Corporation shall be as set forth in the By-laws, which may be amended from time to time by a majority vote of a quorum of Board of Directors.

The power to adopt, alter, amend, or repeal By-Laws shall be vested in the Board of Directors. By-Laws adopted by the Board of Directors may be repealed or changed and new-By-Laws may be adopted by the shareholders, and the shareholders may prescribe in any By-Laws made by them that such By-Laws shall not be altered, amended, or repealed by the Board of Directors.

IN WITNESS WHEREOF, The undersigned subscribers have executed these Article of Incorporation this 12<sup>th</sup> day of November of 1997.

Juan Reves

Director

Director

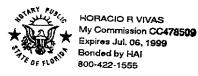
Director

Before me, Notary Public authorized to take acknowledgement in the data and county set forth above, personally appeared Mr. Juan Reyes (FDL# R200-420-59-107-0), Francisco Milian (FDL# M450-240-56-122-0) and Agustin Diaz (FDL# D200-000-62-308-0), known by me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledged before me that subscribed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid the 12<sup>th</sup> day of November of 1997

otary/Public State of Florida at large

My commission expired:



# CERTIFICATE OF DISIGNATION REGISTERED AGENT\REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State 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: PINAR TILE, INC.
- 2. The name and address of the registered agent and office is:

Juan Reyes, 1120 N.W. 114 street Miami, Fl. 33168

SIGNATURE:

TITLE:

Director

November 21, 1997

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICES OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREED TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE Juan Reyes

SWORN AND SUBSCRIBED FEFORE ME THIS 21 DAY OF WOLDON DO

Dryes U.C. Produce as identification

Notary Public, State of Florida My commission Expires:

> MARIA E. CANDIA COMMISSION #515991 EXPIRES DEC 5, 1999