

P97000105260

ADAZ PUBLISHING AND ADVERTISING CORP.
22 CT. HIALEAH FL 33016

City/State/Zip

Phone #

000002362570--0

-12/04/97--01012--023

****122.50 ****122.50

Office Use Only

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

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☐ Walk in

☐ Pick up time _____

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

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97 DEC 15 PM 3:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

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

Luis GAVE
AUTHORIZATION BY PHONE TO
CORRECT *Reopening art 3,4,5,6,7*
DATE *12/15/97*
DOC. EXAM. *TM*

W97-27306
TM-12/8/97

Examiner's Initials

TM-12/15/97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 8, 1997

MIDAZ PUBLISHING AND ADVERTISING CORP.

5423 W 22 CT

HIALEAH, FL 33016

(305) 556-1368

SUBJECT: MIDAZ PUBLISHING AND ADVERTISING CORPORATION
Ref. Number: W97000027306

We have received your document for MIDAZ PUBLISHING AND ADVERTISING CORPORATION and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the entity must be identical throughout the document.

Article VII states there will be TWO director(s), whereas THREE is/are listed.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

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) 487-6926.

Tracy Meyer
Document Specialist

Letter Number: 997A00057699

CERTIFICATE OF INCORPORATION
OF
MIDAZ PUBLISHING AND ADVERTISING CORPORATION

ARTICLE I

The Name of this corporation is:

MIDAZ PUBLISHING AND ADVERTISING CORPORATION

ARTICLE II
GENERAL NATURE OF BUSINESS

The general nature of this business shall be that of
PRINTING AND PUBLICATION OF NEWSPAPERS, MAGAZINES,
BOOKS AND ADVERTISING

and the objects and purposes proposed to be transacted and carried on are to do any and all of the things hereinmentioned, as fully and to the same extent as natural persons might or could do, viz:

- (A) To improve, buy, sell, exchange, mortgage, rent, lease, invest in, build, erect, equip, maintain, deal in and with, dispose of, manage and operate real property of whatsoever nature or kind, as owner, agent, factor, or broker; to build, construct and alter houses, buildings and structures of whatsoever nature or kind, and to develop real property generally, to loan money upon real and personal property and to take mortgages and bonds, and assignments of mortgages and bonds upon real and personal property of whatsoever nature or kind; and to borrow money thereon by mortgages or otherwise; to buy, sell and deal in bonds and loans secured by mortgages or other liens on real property or personal property of all kinds and description.
- (B) To purchase, manufacture, acquire, hold, own, mortgage, hypothecate, pledge, sease, sell, assign, transfer, investi in, trade in, deal in, borrow and

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lend money upon goods, wares, merchandise an real and personal property of everykind and description.

(C) To act as agent, broker or attorney in fact for any persons, firms or corporations in buying, selling in real or personal property of whatsoever nature or kind and any and every estate and interes therein, and choses in action and secured thereby, judgements resulting therefrom, and other person property collateral thereto, in making or obtaining loans upon such property, in supervising, managing and protecting such property and loans and all interests in and claims affecting the same, in effecting insurance against against fire and all other risks thereon, and in managing and conducting any legal actions, proceedings and business relating to any of the purposes hereinmentioned or referred to; to register mortgages and deeds of trust of real property or chattells real and all other securities collateral thereto; to investigate and report upon the credit and financial solvency and sufficiency of borrowers and sereties upon such securities; and to transact all or any other business wich may be necessary or incidental or proper to the exercise of any or all of the purposes of the corporation.

(D) To suscribe for, purchase, invest in, hold, own, assign, pledge, and otherwise dispose of shares of capital stock, bonds, mortgages, debentu notes and other securities, obligations, contracts and evidences of indebttness of any persons, firms, associations, or other corporations, whether domestic or foreign, and to exercise in respect for any such shares of stocks, bonds and other securities, any and all rights, powers and privileges of individual ownership, including the right to vote thereon, to issue bonds and other obligations, and to secure the same by pledging or mortgaging the whole or any part of the property of the company, and to sell such bonds and other obligations for proper corporate purpose, and to do any and all acts and things tending to increase the value of the property at any time held by the company.

(E) To acquire, hold, undertake and fully exploit the good will, property, rights, franchises, and assets of every kind, and the liabilities of any person, firm, association or corporation, either wholly or partly, and to trade for the same in cash, stocks, or bonds of the company or otherwise.

(F) To Borrow money and contract debts when necessary in the purchase or acquisition of real personal and intangible property, business rights or franchises, or for additional working capital, or for any other object in or

about its business or affairs and without limit as to amount, to incur the payment of money in any lawful manner, including the issue and sale or other disposition of bonds, warrants, debentures, obligations, negotiable and transferable instruments and evidences of indebtedness of all kinds, whether secure by mortgage, pledge, deed of trust or otherwise.

(G) In any manner to acquire, enjoy, utilize, and to dispose of patents, copyrights, and trademarks, and any license or other rights of interest therein and thereunder.

(H) To conduct business and operations and to have one or more offices and hold, purchase, mortgage, lease, dispose of, deal in, and convey real and personal property without restrictions in this state and in any other of the several states, territories, possessions, and dependencies of the United States, the District of Columbia, and any and all foreign countries.

(I) To purchase or otherwise acquire, become interested in, deal in and with, invest in, hold, pledge, sell, mortgage, lend money on, exchange or otherwise dispose of, or turn to account or realize upon as owner, agent, broker, or factor, all forms of securities, including stocks, bonds, debentures, mortgages, notes, evidences of indebtedness, leases, options, certificates of interest, participation certificates, voting trust certificates evidencing shares of or interest in common law trust, trusts and trust estates or associations, certificates of trust or beneficial interest in trusts, mortgages, contracts and other instruments, securities and rights; to investigate and report with respect to, and to undertake, carry on, aid, assist or participate in the organization, liquidation or reorganization of financial, commercial, mercantile, manufacturing, industrial or other business concerns, firms, associations, and corporation; to institute, participate in or promote commercial, mercantile, financial and industrial enterprises and operations.

(J) To engage in and carry on any advertising business in connection with property of any nature, owned, leased, and otherwise acquired by this corporation, as principal or agent, with power to let contracts every kind and nature that may be conducive to the accomplishment of any purpose of the corporation.

(K) To do any and all things, and everything necessary and proper for the accomplishment of the objects enumerated in this Certificate of Incorporation or any amendment thereto necessary and incidental to the

protection and benefit of the corporation, and in general to act in any lawful business necessary or incidental to the attainment of the objects of the corporation, wheter or not such business is similar in nature to the objects set forth herein, it being understood that the enumeration of specific powers in this Certificate of Incorporation shall not be deemed or be exclusive, but all other lawful powers conferred by the statutes of the State of Florida are hereby included.

ARTICLE III CAPITAL STOCK

The capital stock of this corporation shall be 1000 shares of \$1.00 per value. All of said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of this corporation.

ARTICLE IV 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 his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V DURATION

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 11187 Royal Palm Boulevard, Coral Springs, FL. 33065, and the name and address of the initial registered agent of this corporation is Luis Miranda is 5423 W. 22 Court. Hialeah, FL. 33016

ARTICLE VII
INITIAL BOARD OF DIRECTORS

This corporation shall have 3 directors initially. The number of directors may be either increased or diminished from time to time by the BY-LAWS but shall never be less than one. The name(s) and address(es) of the initial director(s) of this corporation is (are):

<u>LUIS MIRANDA</u>	<u>JUAN CARLOS POSADA</u>
<u>5423 W. 22 CT.</u>	<u>11187 Royal Palm Bulevard</u>
<u>HIALEAH, FL. 33016</u>	<u>Coral Springs, FL. 33065</u>

MARTHA I. MIRANDA
5423 W. 22 CT.
HIALEAH, FL. 33016

ARTICLE VIII

INCORPORATORS

The names and addresses of the persons signing these articles are:

LUIS MIRANDA
5423 W. 22 Ct.
HIALEAH, FL. 33016
No. of Shares: 250

JUAN CARLOS POSADA
11187 Roral Palm Boulevard
Coral Springs, FL. 33065
No. of Shares: 500

MARTHA I. MIRANDA
5423 W. 22 CT.
HIALEAH, FL. 33016
No. of Shares: 250

The officers of the corporation shall be:


LUIS MIRANDA

, President and Treasurer

Suscriber and Incorporator


JUAN CARLOS POSADA

, Vice- President .

Suscriber and Incorporator

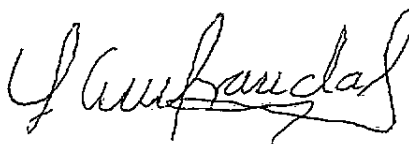

MARTHA I. MIRANDA

, Secretary

Suscriber and Incorporator

ARTICLE IX
AMENDMENT

This corporataion reserves the right to amend any provisions contained in this Certificate of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.



LUIS MIRANDA Suscriber

STATE OF FLORIDA)

SS:

COUNTY OF BROWARD)

Before me, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared LUIS A. MIRANDA, known to me and known by me to be the person(s) who executed the foregoing Certificate of Incorporation, and he acknowledged before me that he executed the Certificate of Incorporation

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 2nd day of Dec., 1997.




REGLA R. PAZ
COMMISSIONS # CC628936
EXPIRES MAR 10, 2001
BONDED THROUGH
ATLANTIC BONDING CO., INC

MIDAZ PUBLISHING AND ADVERTISING CORPORATION

Havng been named to accept service of process for the above named corporation, at place designated in this articles, I hereby accept to act in this capacity and agree to comply with the provision of said act relative to keep open said office.

By


(Resident Agent.) LUIS MIRANDA

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TALLAHASSEE, FLORIDA