# P98000017680

Alberto Tejero 6295 S.W. 49th Street Miami, Florida 33155 (954) 423-2701

February 23, 1998

900002437669--2 -02/23/98--01070--013 \*\*\*\*122.50 \*\*\*\*\*122.50

Division of Corporations Florida Department of State P.O. Box 6327 Tallahassee, Florida 32314

Re: Marea Negra, Inc..

Florida Department of State Representative:

Enclosed please find my check for \$122.50 to cover the fees of incorporation. Please send me the corporation documents as expeditiously as possible.

Thank you in advance for your prompt attention to this matter.

Very Truly Yours,

Alberto Tejero

SECRETARY OF STATEONS
DIVISION OF CORPORATIONS
98 FEB 23 AM 11:40

240

# ARTICLES OF INCORPORATION OF MAREA NEGRA, INC.

#### ARTICLE I.

# CORPORATE NAME

The name of the corporation shall be:

MAREA NEGRA, INC.

#### ARTICLE II.

#### PRINCIPAL OFFICE

The address of the principal office and the mailing address of the corporation shall be:

6295 S.W. 49th Street Miami, FL 33155

#### ARTICLE III.

# NATURE OF CORPORATE BUSINESS

The corporation may engage in any business as allowed under the laws of the United States and under the laws of the State of Florida.

# ARTICLE IV.

# CAPITAL STOCK

This corporation is authorized to issue a maximum of one thousand (1,000) shares of stock. The shares of stock authorized shall be common stock having a par value of one (1) Dollar per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

#### ARTICLE V.

#### TERM OF EXISTENCE

The corporation is to exist perpetually.

#### ARTICLE VI.

# 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 prorata share thereof at the price at which it is offered to others.

DIVISION OF EB 23 AM 11:40

#### ARTICLE VII.

#### SPECIAL PROVISIONS

It is the intent of the incorporator that the Corporation will qualify under Section 1244 of the Internal Revenue Code.

#### ARTICLE VIII.

# INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The corporation's Initial Registered Agent and Registered Office in the State of Florida shall be:

Alberto Tejero 6295 S. W. 49th Street Miami, FL 33155

#### ARTICLE IX.

#### BOARD OF DIRECTORS

The number of Directors may be altered from time to time by By-Laws adopted by the Stockholders. However, the Corporation shall have no less than one (1) Director at any time.

# ARTICLE X.

#### **INITIAL DIRECTORS**

The name and post office address of each member of the first Board of Directors is:

Name Address

ALBERTO TEJERO 6295 S.W. 49th Street Miami, FL 33155

The members of the first Board of Directors shall hold office until the first annual meeting of the Stockholders of the Corporation.

#### ARTICLE XI.

#### **OFFICERS**

The names and addresses of the initial officers of the Corporation who shall hold office for the first year of the Corporation, or until their successors are elected or appointed.

Name

Address

ALBERTO TEJERO

6295 S. W. 49th Street Miami, FL 33155

President

#### ARTICLE XII.

### **INCORPORATOR**

The name and post office address of the Incorporator executing these articles of Incorporation is as follows:

Alberto Tejero 6295 S.W. 49th Street Miami, FL 33155

THE UNDERSIGNED INCORPORATOR, for the purpose of forming a corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true.

Alberto Tejero, Incorporator

STATE OF FLORIDA COUNTY OF BROWARD

Before me this 20 Day of 10-199% personally appeared Alberto Tejero who: It is personally known to me [] has produced proper identification and who is the person described as the Incorporator in the foregoing Articles of Incorporation and who acknowledged before me that he executed said Articles of Incorporation.

The undersigned hereby accepts the foregoing designation as initial Registered Agent and agrees to comply with the provisions of law applicable to said designation.

OFFICIAL NOTARY SEAL MARJORIE E OSBORNE
COMMENON NUMBER
C C 657963
NY COMMISSION EXPIRES
JULY 14,2001

Alberto Tejero, Registered Agent