

P98000041149

TRANSMITTAL LETTER

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

400002509334--1
-05/04/98--01051--003
*****78.75 *****78.75

SUBJECT: SWOOSH INVESTMENTS INCORPORATED
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: MAURICIO E. SIRVENT
Name (Printed or typed)

14701 KIRSTEN CT.
Address

DAVIE, FLORIDA 33325
City, State & Zip

(305) 265-6498
Daytime Telephone number

APPROVED
AND
FILED
98 MAY -4 AM 8:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

B. BROCK MAY 0 10087

ARTICLES OF INCORPORATION
OF
SWOOSH INVESTMENTS INCORPORATED

We, the undersigned, hereby associate ourselves for the purpose of becoming a corporation for profit, pursuant to Florida Statutes 607 and 621 and the laws of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

Article I

The name of this corporation shall be:

SWOOSH INVESTMENTS INCORPORATED

The corporation shall register and be privileged to do business under this name only.

The principal place of business and mailing address of this corporation shall be:

14701 Kirsten Ct.
Davie, Florida 33325

Article II

General Nature of the Object of the Corporation

The general nature of the object of the corporation shall be to operate as an investment club; to collect and disburse monies relating to the business of buying and selling stocks, bonds, mutual funds, US Treasury Notes, US Treasury Bills and/or any other form of securities available for investment consideration in the United States securities market; to hold for investment any of the aforementioned securities until such time that disposition is deemed necessary. The foregoing purposes and activities will be interpreted as examples only and not as limitations and nothing therein shall be deemed as prohibiting the corporation from extending its activities to any related or otherwise permissible lawful business purposes which may become necessary, profitable or desirable for the furtherance of the corporate objectives expressed above.

Article III

Authorized Stock

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

Ten (10) shares

The assigned par value of each share of stock is One Dollar (\$1.00) per share. All shares of stock will be authorized as common stock.

APPROVED
AND
FILED
98 MAY -4 AM 8:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article IV

Qualification of Members and the Manner of their Admission

Any person who evidences interest in the work of the corporation may apply to the Board of Directors for membership in the corporation. It shall take a unanimous affirmative vote of the Board of Directors of the corporation attending any regularly or specially called meeting of the Board at which a quorum shall be present. A quorum shall be two-thirds of the members in good standing of the Board of Directors.

Article V

Term of Existence

This corporation shall have perpetual existence.

Article VI

Initial Registered Agent

The name and address of the initial registered agent are:

Luis E. Diez
5731 SW 92nd Avenue
Miami, Florida 33173

Article VII

Officers and Board of Directors of the Corporation

The officers managing the affairs of this corporation shall be as follows:

Luis E. Diez, President
5731 SW 92nd Avenue
Miami, FL 33173

Ileana V. Calvo, Vice President and Secretary
4311 SW 107th Ct.
Miami, FL 33165

Mauricio E. Sirvent, Vice President and Treasurer
14701 Kirsten Ct,
Davie, FL 33325

The Board of Directors of the corporation shall be as follows:

Luis E. Diez, Chairman
Mauricio E. Sirvent, Vice-Chairman
Ileana V. Calvo, Secretary

The overall supervision of all of the financial, fiscal and corporate affairs of the corporation shall be managed by a Board of Directors consisting of three (3) permanent members. The said permanent members of the Board of Directors shall be privileged to file with the corporation their naming of a successor or substitute member of the Board to serve in their place and stead should any such permanent member shall himself or herself die or become incapacitated to serve. If or

when the named successor of said permanent member shall himself or herself die or become incapacitated to serve, then the remaining members of the Board of Directors shall elect a successor to the Board. The said successor as named by said remaining members of the Board of Directors shall serve for such period as the Board of Directors shall designate at such time as they elect or appoint such successor. Members of the Board of Directors are eligible to hold said offices and retain their seats on the Board of Directors while serving as officers of the corporation.

The officers of the corporation shall be President, two or more Vice Presidents, Treasurer and Secretary. The same person may hold both offices of Vice President and Treasurer or Vice President and Secretary. The officers shall hold office until the following annual meeting of the Board of Directors and until their successors are elected and qualified. The Board of Directors shall have the power to fill vacancies amongst the officers of the corporation.

Article VIII

Indebtedness and Liability

The highest amount of indebtedness or liability to which the corporation may at any time subject itself shall be the sum of Three Thousand Dollars (\$3,000.00) and this sum shall represent an amount which is not to be greater than two-thirds of the value of the property of the corporation.

Article IX

Incorporators

The names and addresses of the incorporators to these Articles of Incorporation are:

Luis E. Diez
5731 SW 92nd Avenue
Miami, FL 33173

Ileana V. Calvo
4311 SW 107th Ct.
Miami, FL 33165

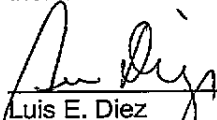
Mauricio E. Sirvent
14701 Kirsten Ct,
Davie, FL 33325

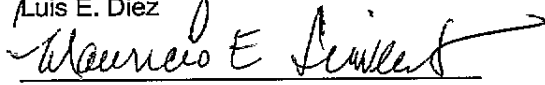
Article X

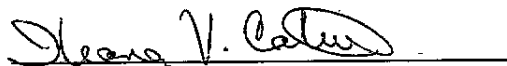
None of the members of the Board of Directors or officers of this corporation shall be personally liable for any debts of the corporation, and no member of the Board or officer shall have any right to receive from the corporation, compensation in excess of the reasonable value thereof for services rendered to it. Any property, real, personal or mixed, acquired by the corporation shall be used for the corporate purposes, and upon liquidation of the corporation shall be distributed as provided herein.

In the event it shall be determined to dissolve this corporation in the manner provided by law, all assets of the corporation, real, personal and mixed, subject to all outstanding indebtedness, shall be distributed to each of the corporate shareholders based on their individual ownership interest in the corporation.

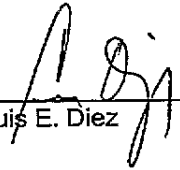
IN WITNESS WHEREOF, the undersigned incorporators of the corporation have hereunto set their hands on this 27th day of April 1998.


Luis E. Diez


Mauricio E. Sirvent


Ileana V. Calvo

Having been named as registered agent and to accept service 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 agree 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 obligations of my position as registered agent


Luis E. Diez

04-27-98
Date

APPROVED
AND
FILED
98 MAY -4 AM 8:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA