

P98000057382

Requestor's Name

MARDA GUYTON
175 N.W. 12th AVE
MIAMI, FL 33132

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

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

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-06/25/98-01074-002
****122.00 ****122.00

APPROVED
AND
FILED
98 JUN 25 PM 1:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BROCK JUN 26 1998

CERTIFICATE OF INCORPORATION
OF
SATIN FOUNTAINEBLEAU FABRICS, INC

WE, THE UNDERSIGNED RESIDENTS OF DADE COUNTY, FLORIDA, ALL OF LEGAL AGE, DO HEREBY ASSOCIATE OURSELVES TOGETHER AND SUBSCRIBE THIS CERTIFICATE OF INCORPORATION FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA, AND ARE SUBJECT TO THE FOLLOWING PROVISIONS:

ARTICLE I

THE NAME OF THE CORPORATION SHALL BE: SATIN FOUNTAINEBLEAU FABRICS, INC

ARTICLE II

THE CORPORATION MAY ENGAGE IN ANY ACTIVITY OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES AND THE STATE OF FLORIDA.

ARTICLE III

THE CAPITAL STOCK OF THIS CORPORATION SHALL BE ONE THOUSAND SHARES OF \$1.00 PAR VALUE COMMON STOCK, FULLY PAID AND NON-ASSESSABLE WITH FULL VOTING RIGHTS, PAYABLE IN LAWFUL U.S. CURRENCY OR IN PROPERTY AND SERVICES, AT A JUST VALUATION TO BE DETERMINED BY THE BOARD OF DIRECTORS.

ARTICLE IV

THE CORPORATION SHALL COMMENCE BUSINESS WITH A CAPITAL OF ONE THOUSAND DOLLARS, (1,000.00).

ARTICLE V

THIS CORPORATION SHALL HAVE PERPETUAL EXISTENCE.

ARTICLE VI

THE PRINCIPAL OFFICE OF THIS CORPORATION SHALL BE LOCATED AT: 10740 WEST FLAGLER ST. #4&5 MIAMI, FL. 33174. OTHER OFFICES FOR THE TRANSACTION OF BUSINESS MAY BE LOCATED WHEREVER THE DIRECTORS MAY DEEM NECESSARY OR EXPEDIENT.

ARTICLE VII

THE BUSINESS OF THE CORPORATION SHALL BE MANAGED BY A BOARD OF DIRECTORS, WHO NEED NOT BE STOCKHOLDERS OF THE CORPORATION. THE NUMBER OF DIRECTORS, NOT LESS THAN ONE, SHALL BE FIXED BY A RESOLUTION OF THE STOCKHOLDERS AT ANY REGULAR OR SPECIAL MEETING, SUBJECT TO THE MANNER OF HOLDING SUCH MEETINGS PRESCRIBED BY THE BY-LAWS.

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ARTICLE VIII

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICES OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST, SATIN FOUNTAINEBLEAU FABRICS, INC. DESIRING TO ORGANIZE AND QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF AT 10740 WEST FLAGLER ST. #4&5 MIAMI, FL. 33174 HAS NAMED MAGDA GRIJALVA AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA

SIGNATURE: _____

TITLE: _____

DATE: _____

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISION OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE: _____

DATE: _____

THE NAMES AND ADDRESSES OF THE MEMBERS OF THE FIRST BOARD OF DIRECTORS AND OFFICERS WHO SHALL HOLD OFFICE FOR THE FIRST YEAR OF EXISTENCE OF THE CORPORATION OR UNTIL THEIR SUCCESSORS ARE ELECTED OR APPOINTED AND HAVE QUALIFIED, ARE AS FOLLOWS:

NAME	ADDRESS	TITLE
MAGDA GRIJALVA	175 N.W. 127 AVE. MIAMI, FLORIDA 33182	PRESIDENT
VICTOR GRIJALVA	175 N.W. 127 AVE. MIAMI, FLORIDA 33182	SECRETARY

ARTICLE IX

THE NAME AND ADDRESSES OF EACH OF THE SUBSCRIBERS TO THIS CERTIFICATE OF INCORPORATION AND THE NUMBER OF SHARES OF STOCK WHICH EACH SUBSCRIBER AGREE TO TAKE ARE AS FOLLOWS:

NAME	ADDRESS	SHARES
MAGDA GRIJALVA	175 N.W. 127 AVE. MIAMI, FLORIDA 33182	500 SHARES \$500.00
VICTOR GRIJALVA	175 N.W. 127 AVE. MIAMI, FLORIDA 33182	500 SHARES \$500.00

THIS CORPORATION SHALL HAVE FULL POWER TO CARRY ON AND TRANSACT EACH OR ALL OF THE BUSINESS ENUMERATED IN ARTICLE II OF THIS CERTIFICATE AND SHALL HAVE ALL THE GENERAL AND ADDITIONAL POWERS NOW OR HERE AFTER CONFERRED UPON IT BY LAW.

ARTICLE X

THE REGISTERD AGENT IS:

MAGDA GRIJALVA
175 N.W. 127 AVE.
MIAMI, FLORIDA 33182

ARTICLE XI

THE CORPORATION SHALL HAVE THE POWER TO ISSUE THE WHOLE OR ANY PART DETERMINED BY THE BOARD OF DIRECTORS, OF THE SHARES OF THE CAPITAL STOCK AS PARTLY PAID, SUBJECT TO CALLS THERE ON UNTIL THE WHOLE TRANSFER THERE OF SHALL HAVE BEEN PAID.

ARTICLE XII

UPON ELECTION OF A BOARD OF DIRECTORS BY THE STOCKHOLDERS, SUCH BOARD OF DIRECTORS SHALL MANAGE THE BUSINESS AFFAIRS OF THIS CORPORATION WITHOUT THE NECESSITY OF FURTHER AUTHORITY FROM THE STOCKHOLDERS, EXCEPT AS BY LAW OR IN THIS CERTIFICATE

OTHERWISE PROVIDED. ANY ACTION OF SUCH BOARD OF DIRECTORS MAY BE RESCINDED, OR ANY DIRECTOR OR OFFICER REMOVED FROM OFFICE, ONLY UPON A VOTE OF STOCKHOLDERS HOLDING A MAJORITY OF THE STOCK OF THE CORPORATION WHICH AT SAID TIME BE ACTUALLY ISSUED UNLESS OTHERWISE PROVIDED BY THE BY-LAWS OF THE BOARD OF DIRECTORS. ALL HOLDERS OF COMMON STOCK OF THIS CORPORATION SHALL BE ENTITLED TO VOTE THE SAME IN THE MANNER PROVIDED BY LAW WHETHER SAID STOCK SHALL BE FULLY OR PARTIALLY PAID UNLESS OTHERWISE DETERMINED BY THE BOARD OF DIRECTORS AT OR BEFORE THE TIME OF ISSUANCE THERE OF. IN WITNESS THERE OF, THE UNDERSIGNED INCORPORATORS HAVE HEREUNTO SET THEIR HANDS AFFIXED THEIR SEALS THIS MAY 30, 1998.


MAGDA GRIJALVA


VICTOR GRIJALVA

Drive Lic:

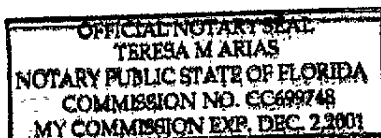
STATE OF FLORIDA)

Dr Lic: 6624-877-59-027-0

COUNTY OF DADE)

I, THE UNDERSIGNED AUTHORITY, HEREBY CERTIFY THAT ON THIS 17 DAY OF June, 1998, BEFORE ME, A NOTARY PUBLIC DULY AUTHORIZED IN THIS STATE AND COUNTY TO TAKE ACKNOWLEDGEMENTS, PERSONALLY APPEARED MAGDA GRIJALVA AND VICTOR GRIJALVA TO ME KNOWN TO BE THE PERSON DESCRIBED AS SUBSCRIBERS AND WHO EXECUTED THE FOREGOING CERTIFICATE OF INCORPORATION, AND ACKNOWLEDGED BEFORE ME THAT THEY SUBSCRIBED THERE TO ON THIS DATE. WITNESS MY HANDS AND OFFICIAL SEAL, IN THE ABOVE NAMED STATE AND COUNTY.


STATE OF FLORIDA AT LARGE



APPROVED
AND
FILED
98 JUN 25 PM 1:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA