

Chart Number Only

9/0198

Oficina Madrigal

Requestor's Name  
41160 W. 16<sup>th</sup> Ave. #210

Address  
Hialeah, FL 33012

City State ZIP Phone

822-7220 A

VALIDATION ONLY

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CORPORATION(S) NAME

~~PAR CORPORATION~~

MADAY

98 SEP 14 AM 11:02  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

FILED

- Profit
- NonProfit
- Foreign
- Limited Partnership
- Reinstatement
- Amendment
- Dissolution
- Annual Report
- Reservation
- Merger
- Mark
- Other
- Change of Registered Agent

- Certified Copy
- Photo Copies
- Certificate Under Seal

- Call When Ready
- Walk In
- Will Wait
- Call If Problem
- Pick Up
- After 4:30
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Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

Certified Copy

98 SEP 14 AM 9:31  
DEPARTMENT OF STATE  
BUREAU OF CORPORATIONS  
TALLAHASSEE, FLORIDA

RECEIVED

Empire Toll Free: 1-800-432-3028



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

September 14, 1998

EMPIRE

MIAMI, FL

SUBJECT: MPR CORPORATION  
Ref. Number: W98000020869

We have received your document for MPR CORPORATION. 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: 598A00046440

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98 SEP 16 AM 9:30  
DIVISION OF CORPORATIONS

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98 SEP 14 AM 11:02

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

THE UNDERSIGNED SUBSCRIBERS TO THOSE ARTICLES OF INCORPORATION EACH A NATURAL PERSON, COMPETENT TO CONTRACT, HERE ASSOCIATED THEMSELVES TOGETHER TO FORM A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA.

ARTICLE I -NAME-

THE NAME OF THIS CORPORATION IS : MADAY CORPORATION

ARTICLE II -DURATION-

THIS CORPORATION SHALL HAVE PERPETUAL EXISTENCE COMMENCING ON THE DATE OF EXECUTION AND ACKNOWLEDGEMENT OF THESE ARTICLES.

ARTICLE III -PURPOSE-

THIS CORPORATION IS ORGANIZED FOR THE FOLLOWING PURPOSES: TO CARRY ON THE BUSINESS OF MANAGEMENT COMPANY, CAFETERIA, BAKERY, TO PURCHASE, SELL, RENT, LEASE, CONVEY, OR OTHERWISE ACQUIRE OR DISPOSE OF OR ENCUMBER REAL ESTATE, REAL PROPERTY, CHATTELS REAL, CHOSEN IN ACTION, NOTES, BONDS, STOCKS, SECURITIES AND ANY INTEREST THEREIN FOR ITSELF OR FOR OTHERS. FULL POWER AND AUTHORITY TO DO ALL AND EVERYTHING NECESSARY TO ACCOMPLISH THE OBJECTS ENUMERATED IN THESE ARTICLES OF INCORPORATION TO THE PROTECTION AND BENEFIT OF THE CORPORATION, AND IN GENERAL, TO CARRY ON ANY LAWFUL BUSINESS NECESSARY OR INCIDENTAL TO THE ATTAINMENT OF THE OBJECTS SET FORTH IN THESE ARTICLES OR ANY AMENDMENT THEREOF.

**ARTICLE IV -CAPITAL STOCK-**

THIS CORPORATION IS AUTHORIZED TO ISSUE ONE THOUSAND (1,000) SHARES OF ONE DOLLAR (\$1) PAR VALUE COMMON STOCK, WHICH SHALL BE DESIGNATED "COMMON SHARES".

**ARTICLE V -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 OR SHE ALREADY HOLD, SHALL HAVE THE RIGHT TO PURCHASE HIS OR HER PRO RATE SHARE THEREOF (AS NEARLY AS MAY BE DONE WITHOUT ISSUANCE OF FRACTIONAL SHARES) AT THE PRICE AT WHICH IT IS OFFERED TO OTHERS.

**ARTICLE VI -INITIAL REGISTERED OFFICE & AGENT-**

THE STREET ADDRESS OF THE INITIALLY REGISTERED OFFICE OF THIS CORPORATION IS : 1197 WEST 29<sup>TH</sup> STREET HIALEAH, FL 33012 AND THE NAME OF THE INITIALLY REGISTERED AGENT OF THIS CORPORATION IS: MAKARENA NODARSE.

**ARTICLE VII -INCORPORATION-**

THE NAMES AND ADDRESSES OF THE PERSONS SIGNING THESE ARTICLES ARE:

MAKARENA NODARSE	REYNALDO ALONSO	PEDRO C. MARTINEZ
PRESIDENT	VICE PRESIDENT	TREASURER, SECRETARY
538 WEST 40 <sup>TH</sup> PLACE	4561 W. 9 <sup>TH</sup> COURT	4821 W. 3 <sup>RD</sup> AVENUE
HIALEAH, FL 33012	HIALEAH, FL 33012	HIALEAH, FL 33012

**ARTICLE VIII -BYLAWS-**

THE POWER TO ADOPT, ALTER, AMMEND OR REPEAL BY LAWS SHALL BE VESTED IN THE SHAREHOLDERS.

**ARTICLE IX -RESTRICTIONS ON TRANSFERS OF STOCK-**

SHARES OF CAPITAL STOCK OF THIS CORPORATION SHALL BE ISSUED INITIALLY TO THE FOLLOWING PERSONS AND IN THE AMOUNTS SET OPPOSITE THEIR NAMES:

MAKARENA NODARSE, PRESIDENT.....	50% SHARES
REYNALDO ALONSO, VICE PRESIDENT.....	25% SHARES
PEDRO C. MARTINEZ, TREASURER, SECRETARY.....	25% SHARES

SHARES HELD BY INITIAL SHAREHOLDERS, MAY NOT BE RESOLD OR OTHERWISE TRANSFERRED TO OTHER PERSONS UNLESS SUCH SHARES ARE FIRST OFFERED TO THE REMAINING SHAREHOLDERS OR TO THIS CORPORATION. THE PRICE AND TERMS AND THE TIME WITHIN WHICH SUCH SHARES MAY BE OFFERED AND SOLD SHALL BE FURTHER SPECIFIED BY WRITTEN AGREEMENT AMONG ALL OF THE SHAREHOLDERS.

**ARTICLE X -CALLING OF SPECIAL MEETINGS-**

SPECIAL MEETINGS OF SHAREHOLDERS MAY BE CALLED BY CERTIFIED MAIL, RETURN RECEIPT REQUESTED, GIVING FIVE (5) DAYS WRITTEN NOTICE.

**ARTICLE XI -SHAREHOLDER QUORUM & VOTING-**

FIFTY ONE PERCENT (51%) OF THE SHARES ENTITLED TO VOTE, REPRESENTED IN PERSON OR BY PROXY, SHALL CONSTITUTE A QUORUM AT A MEETING OF SHAREHOLDERS. IF QUORUM IS PRESENT, THE AFFIRMATIVE VOTE OF FIFTY ONE PERCENT (51%) OF THE SHARES REPRESENTED AT THE MEETING ENTITLED TO VOTE ON THE SUBJECT MATTER, SHALL BE ACT OF THE SHAREHOLDERS.

**ARTICLE XII -SHAREHOLDERS MEETING REQUIRED-**

ANY ACTION OF THE SHAREHOLDERS OF THIS CORPORATION MUST BE TAKEN AT A MEETING OF SHAREHOLDERS OF THIS CORPORATION, DULY CALLED AS PROVIDED BY LAW, EXCEPT AS PROVIDED IN ARTICLE XX.

**ARTICLE XIII -MANAGEMENT OF CORPORATION BY SHAREHOLDERS-**

ALL CORPORATE POWERS SHALL BE EXERCISED BY OR UNDER THE AUTHORITY OF THE BUSINESS AND AFFAIRS OF THIS CORPORATION SHALL BE MANAGED UNDER THIS DIRECTION OF THE SHAREHOLDERS OF THIS CORPORATION.

**ARTICLE XIV -POWERS-**

THIS CORPORATION SHALL HAVE ALL OF THE CORPORATE POWERS ENUMERATED IN THE FLORIDA CORPORATION ACT.

**ARTICLE XV -MEETINGS BY TELEPHONE CONFERENCE-**

SHAREHOLDERS MAY PARTICIPATE IN SPECIAL MEETINGS BY MEANS OF TELEPHONE CONFERENCE AS PROVIDED BY LAW.

**ARTICLE XVI -ACTION BY SHAREHOLDERS WITHOUT A MEETING-**

THE SHAREHOLDERS MAY TAKE ACTION BY WRITTEN CONSENT AS PROVIDED BY LAW.

**ARTICLE XVII -DIVIDENDS-**

DIVIDENDS MAY BE PAID TO SHAREHOLDERS ONLY OUT OF THE UNRESERVED AND UNRESTRICTED EARNED SURPLUS OF THE CORPORATION.

**ARTICLE XVIII -INDEMNIFICATION-**

THE CORPORATION SHALL INDEMNIFY ANY OFFICER OR DIRECTOR, OR ANY FORMER OFFICER OR DIRECTOR TO THE FULL EXTENT PERMITTED BY LAW.

**ARTICLE XIX -AMENDMENT-**

THIS CORPORATION RESERVES THE RIGHT TO AMEND OR REPEAL ANY PROVISIONS CONTAINED IN THESE ARTICLES OF INCORPORATION, OR ANY AMENDMENT HERETO AND ANY RIGHT TO CONFERRED UPON SHAREHOLDERS IS SUBJECT TO THIS RESERVATION.

**ARTICLE XX -NOTICE-**

ANY NOTICE REQUIRED HEREIN SHALL BE BY CERTIFIED MAIL, RETURN RECEIPT REQUESTED OR HAND DELIVERED TO THE STOCK HOLDERS AT THE FOLLOWING ADDRESS:

1197 WEST 29<sup>TH</sup> STREET HIALEAH, FL 33012

**ARTICLE XXI -INITIAL DIRECTORS AND OFFICERS-**

THIS CORPORATION SHALL HAVE ONE DIRECTOR, AND TWO OFFICERS THEIR NAMES AND ADDRESSES ARE AS FOLLOWS:

MAKARENA NODARSE	REYNALDO ALONSO	PEDRO C. MARTINEZ
DIRECTOR, PRESIDENT	VICE PRESIDENT	TREASURER, SECRETARY
538 WEST 40 <sup>TH</sup> PLACE	4561 WEST 9 <sup>TH</sup> CT.	4821 WEST 3 <sup>RD</sup> AVENUE
HIALEAH, FL 33012	HIALEAH, FL 33012	HIALEAH, FL 33012

ARTICLE XXII -PRINCIPAL OFFICE ADDRESS-

THE INITIAL ADDRESS OF THE PRINCIPAL OFFICE OF THIS CORPORATION IN THE STATE OF FLORIDA IS:

1197 WEST 29<sup>TH</sup> STREET HIALEAH, FL 33012

THE BOARD OF DIRECTORS MAY FROM TIME TO TIME MOVE THE PRINCIPAL OFFICE TO ANY OTHER ADDRESS IN FLORIDA.

IN WITNESS WHEREOF, THE UNDERSIGNED SUBSCRIBERS HAVE EXECUTED THESE ARTICLES OF INCORPORATION THIS 3rd DAY OF SEPTEMBER 1998.

  
\_\_\_\_\_  
MAKARENA NODARSE, PRESIDENT

  
\_\_\_\_\_  
REYNALDO ALONSO, VICE PRESIDENT

  
\_\_\_\_\_  
PEDRO C. MARTINEZ, TREASURER, SECRETARY



STATE OF FLORIDA  
COUNTY OF DADE

BEFORE ME, A NOTARY PUBLIC, AUTHORIZED TO TAKE  
ACKNOWLEDGEMENTS IN THE STATE OF COUNTY SET FORTH,  
PERSONALLY APPEARED AND KNOWN BY ME TO BE THE PERSON WHO  
EXECUTED THE FOREGOING ARTICULUS OF INCORPORATION.

WITNESS MY HAND OFFICIAL SEAL IN THE COUNTY AND STATE  
AFOREMENTIONED THIS 3rd DAY OF SEPTEMBER THE YEAR NINETEEN  
HUNDRED AND NINETY EIGHT.

---

NOTARY PUBLIC-STATE OF FLORIDA AT LARGE

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

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

FIRST: MADAY CORPORATION

Name of Corporation

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF MIAMI, STATE OF FLORIDA HAS NAMED MAKARENA NODARSE LOCATED AT 1197 WEST 29<sup>TH</sup> STREET HIALEAH, FL 33012 ITS AGENT TO ACCEPT SERVICE WITHIN FLORIDA.

SIGNATURE

Makarena Nodarse  
Corporate Officer

TITLE

PRESIDENT

DATE

09/03/98

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

98 SEP 14 AM 11:02

FILED

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

SIGNATURE

Makarena Nodarse  
Resident Agent

DATE

09/03/98