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

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

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NEW FILINGS	
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<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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Examiner's Initials	
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ARTICLES OF INCORPORATION

of

Almacaribe International Inc.

(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

Almacaribe International Inc.

ARTICLE II - DURATION

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

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 1,000. shares () of one dollar Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal office, if known, or the mailing address of the corporation is:

NAME	<u>ALMACARIBE INTERNATIONAL INC.</u>		
ADDRESS	<u>4635 NW 104 AVE</u>		
CITY	<u>Miami</u>	FLORIDA	ZIP <u>33178</u>

The name and street address of the Initial Registered Agent of this Corporation is:

NAME	<u>Jose Michelen</u>		
ADDRESS	<u>4635 NW 104 AVE</u>		
CITY	<u>Miami</u>	FLORIDA	ZIP <u>33178</u>

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have THREE (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 (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	<u>Jose Michelen (P)</u>		
ADDRESS	<u>4635 NW 104 AVE</u>		
CITY	<u>Miami</u>	STATE <u>FL</u>	ZIP <u>33178</u>
NAME	<u>Juan B. Colon (VP)</u>		
ADDRESS	<u>2402 NORTH 28 AVE</u>		
CITY	<u>Hollywood</u>	STATE <u>FL</u>	ZIP <u>33020</u>
NAME	<u>Janet Michelen (S/T)</u>		
ADDRESS	<u>4635 NW 104 AVE</u>		
CITY	<u>Miami</u>	STATE <u>FL</u>	ZIP <u>33178</u>

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ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	<u>Jose Michelen</u>		
ADDRESS	<u>4635 NW 104 Ave</u>		
CITY	<u>Miami</u>	STATE	<u>FI</u> ZIP <u>33178</u>
NAME	<u>Juan B. Colon</u>		
ADDRESS	<u>2402 North 28 Ave</u>		
CITY	<u>Hollywood</u>	STATE	<u>FI</u> ZIP <u>33020</u>
NAME	<u>Janet Michelen</u>		
ADDRESS	<u>4635 NW 104 Ave</u>		
CITY	<u>Miami</u>	STATE	<u>FI</u> ZIP <u>33178</u>

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 14 day of September, 1998.

(Seal)

(Seal)

(Seal)

STATE OF FLORIDA)
COUNTY OF Dade) SS

before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, and who acknowledged before me that _____ executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this _____ day of _____, 19____.

(Notary Seal)

(Notary Public, State of Florida at Large)

My Commission expires:

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

OF

Almacaribe International Inc.

(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 5440 NW 161st

Miami, FL 33014

has named Jose Michelón

located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.


(registered agent)

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