

P 980000 85717

FILED STATE
DIVISION OF CORPORATIONS
98 OCT -6 AM 7:32

Florida Department of State
Division of Corporations
Public Access System
Sandra B. Mortham, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H98000018530 9)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0939
Fax Number : (305) 716-0346

FLORIDA PROFIT CORPORATION OR P.A.

STUD MORAYMA, INC.

Certificate of Status	1
Certified Copy	0
Page Count	07
Estimated Charge	\$78.75

FILED STATE
SECRETARY OF CORPORATIONS
98 OCT - 6 AM 7:32

Articles Of Incorporation

STUD MORAYMA, INC.

We, the undersigned, hereby associate together for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provision of the laws of the state, providing for the information liabilities, rights, privileges and immunities of a corporation for profit.

Article I

Name, Address and Agent

The name of this corporation shall be:

STUD MORAYMA, INC.

(hereinafter referred to as the corporation.) Its registered and principal office shall be located at: _____

2875 NE 191 STREET PENTHOUSE 3A AVENTURA, FL. 33180

in the County of Dade. Its Registered Agent shall be _____

OSCAR ANTONIO NOVO, located at _____

2875 NE 191 STREET PENTHOUSE 3A AVENTURA, FL. 33180

County of Dade, State of Florida.

Article II

Nature of Business

Section I. The general nature of the business and objects and purposes to be transacted, promoted and carried on are to do any and all things hereinafter mentioned, as fully and to the same extent as natural persons might or could do, viz:

a. To carry on business in the United States or any foreign-country or countries, to buy, sell, import, export, lease, sub-lease, hold, procure, transport, manufacture, acquire and deal generally, both wholesale and retail, in goods and services of

Prepared by: Baques Accounting & Associates Inc.

930 East 16th Fl.

Hialeah, Fl 33010

(305) 887-2691

all types, both as principal and agent, in any part of the world.

b. To enter into, make, perform and carry out contracts of every kind and for the lawful purpose with any person, firm, association and/or corporation.

c. To exchange in the currency of foreign countries and the currency of the United States.

d. To issue bonds, debentures, and/or obligations of the company from time to time, for the objects and purposes of the company, and to secure the same by mortgage pledge, deed or _____ trust, or otherwise.

e. To purchase, hold and reissue the shares of its capital stock; and to subscribe to purchase, or otherwise acquire, or to guarantee, or to become surety in respect to the stock, bonds or other securities and obligations of the company and other companies.

f. To do all such acts or things as they are incident or conducive to the premises, and to do all and everything necessary, suitable, convenient, or the proper for the accomplishment of any of the purposes of attainment of any of the objectives herein enumerated or incidental to the powers herein named, or which shall at any time appear conducive or expedient for the protection or benefit of the corporation.

g. No recitation or declaration of special powers or purposes herein enumerated shall be deemed to be exclusive, but all lawful powers contained in the laws of the State of Florida, now or in the future, to be enacted hereby included in and made a part thereof by reference.

h. In general, to carry on any incidental business in connection with the foregoing, whether manufacturing or otherwise and to have and exercise all the powers conferred by the laws of the State of Florida upon the corporations of this character.

i. NONE

ARTICLE III
CAPITAL STOCK

The capital stock of the corporation shall consist of:

a ONE HUNDRED (100) shares of \$1.00 per value. For incorporation purposes, each share will have a nominal value set at ONE DOLLAR (\$1.00) per share as consideration.

b. Said shares of common stock to have par value. All shares to be issued fully paid and non-assessable. The capital stock of this Corporation may be paid in lawful money of the United States or in property labor or services at a fair and just valuation to be fixed by the stockholders or by the Board of Directors. Said determination of just value fixed by the Board of Directors is to be conclusive proof of said value.

c. All of the common stock is to have one vote per share in the control of the management of the corporation.

d. The holders of these shares of common stock are to have pre-emptive rights in the purchase of subsequent issues of stock.

e. In the event any shareholder be unable to attend a shareholder's meeting, the shareholder may vote his share or shares by proxy, one share representing one vote.

Article IV
Initial Capital

The amount of capital with which the corporation shall begin business shall be no less than ONE HUNDRED DOLLARS (\$100.00)

Article V
Terms of Existence

The corporation shall have perpetual existence.

Article VI
Board of Directors

The Board of Directors shall consist of no less than ONE (1) persons.

Article VIIInitial Directors and Officers

The name and addresses of the first Board of Directors who, subject to the provisions of these Articles of Incorporation, the By-laws and the Act of Legislature approved June 1, 1925, and the acts amendatory thereto, shall hold office for the first year of the corporation's existence, or until their successors are elected and shall have qualified, are the following:

<u>Title</u>	<u>Name:</u>	<u>Address:</u>
PRES./SEC./TREAS.	OSCAR ANTONIO NOVO	1160 FAIRFAX LANE WESTON, FL 33326

Article VIIISubscribers

The names and addresses of each subscriber to these Articles of Incorporation and the number of shares which each agrees to take are as follows:

<u>Name & Title</u>	<u>Address</u>	<u>Shares</u>
OSCAR ANTONIO NOVO PRES./ SEC./ TREAS.	1160 FAIRFAX LANE WESTON, FL. 33326	100

Article IX

By-Laws


The regulation of the business and the conduct of the affairs of the corporation and the provision creating and limiting the powers of the corporation, the directors and the stockholders, or any class of stockholders of the corporation, shall be controlled by the By-Laws which shall be adopted by the stockholders of the corporation as soon as practicable after the corporation shall be formed, which said By-Laws may, from time to time and whenever necessary, be amended by the Board of Directors of the corporation.

IN WITNESS, WHEREOF, the undersigned have signed these Articles of Incorporation at. Aventura , Dade County, Florida, for the uses and purposes aforesaid.

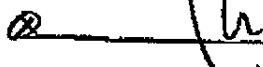


President

Vice-President



Secretary

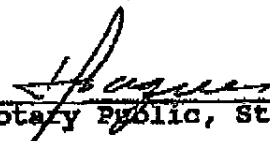


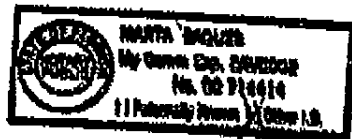
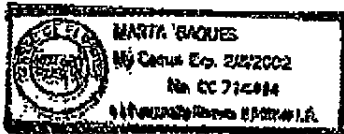
Treasurer

I HEREBY CERTIFY that on this 11th day of SEPTEMBER
1998, before me personally appeared OSCAR ANTONIO NOVO
and OSCAR ANTONIO NOVO, President and
Secretary-Treasurer respectively, to me well known to be the
persons described as subscribers in and who executed the
foregoing ARTICLES OF INCORPORATION and acknowledged before me
that they subscribed to those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my official seal
and hand at MIAMI, Dade County, this 11th day
of SEPTEMBER 1998 A.D._

My Commission Expires:


Notary Public, State of Fl.



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT -6 AM 7:32

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act.

First: That STUD MORAYMA, INC.
desiring to organize under Laws of the State of FLORIDA, with
its principal office, as indicated in the articles of
Incorporation at 2875 NE 191 Street Penhouse 3A Aventura, FL 33180
County of Dade State of Florida, Was named: Oscar Antonio Novo
located at 2875 NE 191 St. Penhouse 3A Aventura, FL 33180
(Street address and number of Building)
City of Aventura County of Dade
State of Florida, as its agent to accept service of process
within this state.

ACKNOWLEDGEMENT.--Must be signed by designated agent.

Having been named to accept service of process from the
above-stated Corporation, at place designated in this
certificate, I heraby am familiar with and accept the duties and
responsibilities as registered agent for said corporation.

By [Signature]
Resident Agent
Oscar Antonio Novo