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417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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## FILED SECRETARY OF STATE MISSION OF CORPORATIONS

#### **ARTICLES OF INCORPORATION**

**OF** 

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#### SILVERADO PROPERTIES, INC.

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

#### ARTICLE I NAME

The name of the Corporation is **SILVERADO PROPERTIES, INC.** 

## ARTICLE II DURATION

The term of existence of the Corporation is perpetual.

## ARTICLE III NATURE OF BUSINESS

The nature of the business to be conducted by the Corporations is:

The Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

## ARTICLE IV CAPITAL STOCK

The aggregate number of shares which the Corporation has authority to issue is five hundred (500) shares, all of which shall be common stock having a par value of ONE DOLLAR (\$1.00) per share.

#### ARTICLE V PREEMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of this Corporation shall be entitled to full preemptive rights to purchase unissued or treasury stock of the Corporation and any securities of the Corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury stock.

#### ARTICLE VI REGISTERED OFFICE

The street address of the initial registered office of the Corporation

is:

250 Bird Road, Suite 206 Coral Gables, Dade County, FL 33146

The name of the registered agent at such address is:

Carlos Diaz-Padron, Esquire

## ARTICLE VII PRINCIPLE OFFICE

The initial street address of the principal office of the Corporation in the State of Florida is:

250 Bird Road, Suite 206 Coral Gables, Dade County, FL 33146

#### ARTICLE VIII DIRECTORS

The initial board of directors of the Corporation shall consist of one (1) member. Changes in the number of members comprising the board of directors shall be made by amendment to the Corporation's bylaws.

## ARTICLE IX INCORPORATOR

The name and address of the incorporator is:

NAME

<u>ADDRESS</u>

CARLOS DIAZ-PADRON, ESQ.

250 Bird Road, Suite 206 Coral Gables, FL 33146

### ARTICLE X INDEMNIFICATION

The Corporation shall indemnify any officer or director to the full extent permitted by law.

## ARTICLE XI REIMBURSEMENT FOR ORGANIZATIONAL AND CERTAIN OTHER PRE-INCORPORATION EXPENSES; ADOPTION OF CONTRACTS

The Corporation hereby adopts all contracts made on its behalf by the hereinbefore mentioned incorporator. The Corporation further authorizes its director to reimburse the hereinbefore mentioned incorporator for any and all expenses incurred on behalf of the Corporation, prior to its incorporation, and for any and all expenses incurred in the organization and formation of the Corporation. The Director of the Corporation shall have the sole discretion to determine the expenses for which the hereinbefore mentioned incorporator shall be reimbursed.

## ARTICLE XII RIGHT TO AMEND ARTICLES OF INCORPORATION

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto, and any rights inferred upon the shareholders shall be subject to this reservation.

My commission expires:



## CERTIFICATION DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES AND THE FLORIDA BUSINESS CORPORATION ACT THE FOLLOWING IS SUBMITTED:

#### FIRST-THAT SILVERADO PROPERTIES, INC.

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF
CORAL GABLES , STATE OF FLORIDA COUNTY OF DADE (STATE)
HAS NAMED CARLOS DIAZ-PADRON, LOCATED AT
250 Bird Road, Suite 206, Coral Gables, FL 33146
CITY OFCORAL GABLES, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS.
SIGNATURECARLOS DIAZ-PADRON

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION, AT THE PLACE DEISGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT INT HIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES. THE UNDERSIGNED IS FAMILIAR WITH AND ACCEPTS, THE

DATE 10/1/8

OBLIGATIONS OF THE POSITION OF THE PEGISTERED AGENT.

SIGNATURE

CARLOS DIAZ-PADRON

DATE 10/21/98

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