13955 5	SOOC  Nieto  Questor's Name  W 103 Tevr  Address  FL 33186  Zip Phone #	90000 -11/ ***	99 26800095 04/98-01037-012 **122.50 *****78.75
1(Corpo	NAME(S) & DOCUMENT	NUMBER(S), (if known):  CTIVE DATE  1-3-98  (Document #)	
2(Corpo	oration Name)		
А	oration Name)	(Document #)	
	Pick up time Will wait		atus
NEW FILINGS	AMENDMENTS =		
Profit	Amendment		-
NonProfit	Resignation of R.A., Officer	/ Director	ä
Limited Liability	Change of Registered Agent	:	SEC DIVISI
Domestication	Dissolution/Withdrawal		
Other	Merger		FILE SECRETARY DIVISION OF CO
OTHER FILINGS  Annual Report  Fictitious Name  Name Reservation	REGISTRATION/ QUALIFICATION  Foreign Limited Partnership Reinstatement Trademark Other		POR STATE STREET STREET STATE STREET STATE STREET S
CP2F031/1/95)		Examiner's Initials	

## ARTICLES OF INCORPORATION

**OF** 

# EXPRESS PROCESSING, CORPORATION

SECRETARY OF STATENS
DIVISION OF CORPORATIONS
98 NOV - 4 AM 10: 23

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, hereby adopts the following Articles of Incorporation.

Article I

EFFECTIVE CATE

## Name and Principal Place of Business

The name of the corporation is EXPRESS PROCESSING, CORPORATION

The corporation initial place of business shall be 13955 SW 103 Ter. Miami, FL 33186.

## Article II

#### **Duration and Existence**

This corporation shall exist perpetually. The existence of the corporation shall commence on the date of execution of these articles, if filed with the Florida Secretary of the State within 5 days thereafter.

#### Article III

## **Nature of Business**

This corporation is organized for the purpose of transacting any or all-lawful business permitted under the law of the United States or of this State.

#### Article IV

### **Mailing Address**

The initial mailing address of the corporation is 13955 SW 103 Ter. Miami, FL 33186.

#### Article V

## Capital Stock

- (a) <u>Authorized Capital</u>. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is one hundred (100) shares of common stock each having \$100.00 par value.
  - (b) Preemptive Rights. Shareholders shall have no preemptive rights.
  - (c) Cumulative Voting. Cumulative voting shall not be permitted.

#### Article VI

### **Directors**

- (a) <u>Number</u>. This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.
- (b) <u>Initial Directors</u>. The names and street addresses of the members of the first board of directors of the corporation are:

Name Street Address

Claudio Antonio Nieto 13955 SW 103 Ter.

Miami, FL 33186

Antonio Nieto 11898 SW 75 ST Miami, FL 33183

(c) <u>Compensation</u>. The board of Directors is hereby specifically authorized to make provisions for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation therefore in any form.

#### Article VII

#### **Bylaws**

The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by the shareholders.

## Article VIII

## Initial officers of the corporation

The initial officers of the corporation are as follows:

President: Mr. Claudio A. Nieto V. President: Mr. Antonio Nieto Treasurer: Mr. Claudio A. Nieto Secretary: Mr. Claudio A. Nieto

## Article IX

## Initial subscriber

The name and post office address of the subscriber of this Articles of Incorporation is Mr. Claudio A. Nieto, 13955 SW 103 Ter. Miami, Florida 33186.

## Article X

## **Amendment**

This corporation reserve the right to amend or repeal any provision contained in this Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEROF the hand and seal of said subscriber this 3 day of

Haudio A. Nieto

### STATE OF FLORIDA

### COUNTY OF DADE

BEFORE ME, the undersigned authority, personally appeared CLAUDIO A. NIETO, Who is to me well known to be the person described in and who subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me, according to the law that They made and subscribed the same for the uses and purpose therein mentioned and set forth.

IN WITNESS WHEREFORE, I have hereunto set my hand and official seal at Miami,

Dade County, Florida this 3 day of November, 1998. Florida Driver's License #

N300-101-70-095-0

NOTARY PUBLIC

MY COMISSION EXPIRES:

OFFICIAL NOTARY SEAL
JACQUELINE TAGLE
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC454830
MY COMMISSION EXP. APR. 25,1994

#### Article XI

## Registered Office and Registered Agent

The registered Agent and Registered Office of the Corporation shall be: Mr. Antonio Nieto, 11898 SW 75<sup>th</sup> Street, Miami, Florida 33183.

IN WITNESS WHEROF, I the undersigned, being the original Registered Agent to accept service of process for the corporation herein above named, I hereby accept the appointment as Registered Agent for said corporation, agree to comply with the provision of said Act relative to

keeping open said office and hereunto set hand and/or seal this O3 day of Moventee 1998.

Antonio Nieto

#### CERTIFICATE OF DESIGNATION

In compliance with Section 48.091, Florida Statutes, the following is submitted: EXPRESS PROCESSING, 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 Antonio Nieto, located at 11898 SW 75<sup>th</sup> St, Miami, Florida 33183, as its agent to accept service of process within the State of Florida.

#### ACKNOWLEDGMENT

Having been named to accept service of process for the above Stated Corporation, at the place designated in this certificate, I hereby accept to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper-performance of my duties.

Antonio Nieto

DIVISION OF CORPURATIONS