

PA 8000103485

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LAZARUS CORPORATE FILING SERVICE, INC.

(Requestor's Name)

3320 S.W. 87th AVENUE

(Address)

MIAMI, FLORIDA (305)552-5973

(City, State, Zip) (Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

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-12/11/98-01036-017

*****78.75 *****78.75

OFFICE USE ONLY

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

1. VIMAR CORPORATION

(Corporation Name)

(Document #)

2. (Corporation Name)

(Document #)

3. (Corporation Name)

(Document #)

4. (Corporation Name)

(Document #)

☒ Walk in

☒ Pick up time 2:00

☒ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS

<input checked="" type="checkbox"/>	Profit
<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

Examiner's Initials

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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**ARTICLES OF INCORPORATION
OF
VIMAR CORPORATION**

ARTICLE I - NAME

The name of this corporation is **VIMAR CORPORATION** and the principal address of the corporation is **7920 S.W. 93rd Court, Miami, Florida 33175.**

ARTICLE II - PURPOSE

This corporation is organized for the transaction of any and all lawful business for which corporations may be incorporated in the State of Florida.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of common stock at One Dollar (\$1.00) par value.

ARTICLE IV - PREEMPTIVE RIGHTS AND RIGHT OF FIRST REFUSAL

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase a prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which is offered to others. Any existing shareholder who wishes to sell any of his/her stock in the corporation must first offer those shares to all other stockholders of the corporation on the same terms and conditions that he/she would sell them to a third party.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is: 7920 S.W. 93rd Court, Miami, Florida 33175, and the name of the initial registered agent of this corporation at that address is: Marcelino Miranda

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ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time as provided for in the By-Laws, but shall never be less than one. The names and address of the initial director of this corporation is Marcelino Miranda 7920 S.W. 93rd Court, Miami, Florida 33175.

ARTICLE VII- DURATION

This corporation shall have perpetual existence commencing at the time of filing of the Articles of Incorporation with the Secretary of State.

ARTICLE VIII- INCORPORATOR

The name and address of the incorporator signing these Articles of Incorporation is: Marcelino Miranda 7920 S.W. 93rd Court, Miami, Florida 33175.

ARTICLE IX- BY-LAWS

The power to adopt, amend or repeal the By-Laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE X - AMENDMENT TO ARTICLES OF INCORPORATION

The Articles of Incorporation may be amended as provided by law.

ARTICLE XI- VOTING RIGHTS

The entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding shares of common stock.

ARTICLE XII - GENERAL OPERATION PROCEDURES

The affairs of this corporation shall be conducted by the initial board of directors until such time as the stock of the corporation is issued to the subscribers of the stock of the corporation. The authority of the initial board of directors shall include: (1) the adoption of the Articles of Incorporation, and (2) such other activities as are necessary to the administration of the affairs of this corporation during the period of time prior to the issuance of stock to the subscriber and the meeting of the first Board of Directors. Once

the stock of the corporation has been issued, the affairs of this corporation shall be conducted by the stockholders and the Board of Directors according to law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 8th day of December, 1998.

Marcelino Miranda

STATE OF FLORIDA)

SS

COUNTY OF DADE)

BEFORE ME, the undersigned authority duly authorized in the State aforesaid and in the County aforesaid, to take acknowledgements, personally appeared Marcelino Miranda to me known to be the person described in and who executed the foregoing Articles of Incorporation and who executed the same for the purposes therein expressed and he produced Florida Drivers License No. personally known as identification and did take an oath.

WITNESS my hand and official seal in the County and State last aforesaid on this 8th day of December, 1998.

Mercedes C. Padierne

Notary Public, State of Florida

My Commission Expires:



MERCEDES C PADIERNE
My Commission CC565715
Expires Jun. 23, 2000

CERTIFICATE 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, THE
FOLLOWING IS SUBMITTED:

VIMAR CORPORATION. wishing to organize and qualify under the laws of the
State of Florida, having its principal place of business in the City of Miami, State of
Florida, has named Marcelino Miranda 7920 S.W. 93rd Court, Miami, Florida 33175 as
its designated agent to accept service of process within the State of Florida.

Marcelino Miranda

Having been designated to accept service of process for the above stated
corporation, at the place designated in this certificate, I hereby agree to act in this
capacity, and I further agree to comply with the provisions of all statutes relating to the
proper and complete performance of my duties.

Marcelino Miranda

Dated: 12-9-98

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TALLAHASSEE FLORIDA

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