

D98000104307

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 DEC 14 PM 2:56

EFFECTIVE DATE
1-4-99

SUBJECT: D'Goya Couture, Inc.
(Proposed corporate name - must include suffix)

700002712097-4
-12/14/98-01130-013
*****87.50 *****87.50

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00 Filing Fee
☐ \$78.75 Filing Fee
& Certificate of Status

☐ \$78.75 Filing Fee
& Certified Copy
☒ \$87.50 Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Gregoria Paula
Name (Printed or typed)

332 N.W. 34th Avenue
Address

Miami, FL 33125
City, State & Zip

(305) 649-7774 / (305) 643-6808
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

D. BROWN DEC 15 1998

**ARTICLES OF INCORPORATION
OF
D'GOYA COUTURE, INC.**

EFFECTIVE DATE
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The undersigned incorporator, 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 shall be:

D'Goya Couture, Inc.

ARTICLE II - PURPOSE OF THE CORPORATION

The Corporation is form to manufacture, produce, purchase or otherwise acquire, sell, import, export, distribute, and deal in goods, wares, services, merchandise and materials of any kind and description.

The forgoing purposes and activities will be interpreted as examples only and not as limitations. Nothing therein shall be deemed as prohibiting the Corporation from engaging in any lawful act or activity for which a corporation may be organized under the laws of the United States and the General Corporation Law of Florida.

ARTICLE III - PRINCIPAL OFFICE

The address of the principal office of this corporation is 332 Northwest 34 Avenue, Miami, Florida 33125, and the mailing address is the same.

ARTICLE IV - PRESIDENT

The initial President of the Corporation shall be Gregoria Paula whose address shall be the same as the principal office of the Corporation.

ARTICLE V - CORPORATE SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any time is **SIX THOUSAND (6,000)** share having the par value of ONE DOLLAR (\$1.00).

No holder of share of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds, or convertible securities of any nature; provided, however, that the board of directors may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the board of directors may deem advisable in connection with such issuance.

The board of directors of the Corporation may authorize the issuance from time to time of shares of its stocks of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the board of directors may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

The board of Directors of the Corporation may, by articles supplementary, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

ARTICLE VI - POWERS OF THE CORPORATION

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law of these Articles of Incorporation

ARTICLE VII - TITLE

The Corporation, to the extent permitted by law, shall be entitle to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

ARTICLE VIII - BYLAWS

The Board of Directors of the Corporations shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Directors at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

ARTICLE IX - EFFECTIVE DATE

These Articles of Incorporation shall be effective January 4, 1999.

ARTICLE X - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent is:

Gregoria Paula
332 Northwest 34 Avenue
Miami, Florida 33125

ARTICLE XI - INCORPORATORS

The name and address of the incorporator of these Articles of Incorporation is:

Gregoria Paula
332 Northwest 34 Avenue
Miami, Florida 33125

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Gregoria Paula

Signature/Incorporator

12/10/98

Date

ARTICLE XII - AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto granted subject to this reservation.

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

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

Gregoria Paula

Signature/Registered Agent

12/10/98

Date