

P98000106032

FILING COVER SHEET

REFERENCE:

0150.4945

DATE:

12-22-98

CONTACT:

CINDY HICKS

FROM:

CORPORATE & CRIMINAL RESEARCH SERVICES

103 N. MERIDIAN STREET

TALLAHASSEE, FL 32301

TELEPHONE:

222-1173

SUBJECT:

La Serena Corporation

98 DEC 22 PM 1:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

STATE FEES PREPAID WITH CHECK #

3883

FOR \$

78.75

PLEASE FILE:

☒ ARTICLES OF INC.

☐ AMENDMENT

☐ DISSOLUTION

☐ ANNUAL REPORT

☐ MERGER

☐ WITHDRAWAL

☐ QUALIFICATION

☐ LIMITED PARTNERSHIP

☐ ANNUAL REPORT

☐ FICTITIOUS NAME

☐ LIMITED LIABILITY

☐ REINSTATEMENT

☐ TRADEMARK/SERVICE

☐ UCC-1

☐ UCC-3

PROVIDE US WITH:

☒ CERTIFIED COPY

☐ CERTIFICATE OF STATUS

☐ STAMPED COPY

Examiner's Initials

900002719049--6

-12/22/98--01064--001

\*\*\*\*\*78.75 \*\*\*\*\*78.75

T. SMITH DEC 22 1998

98 DEC 22 PM 1:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

**ARTICLES OF INCORPORATION**

**OF**

**LA SERENA CORPORATION**

**ARTICLE I**

The name of the corporation is LA SERENA CORPORATION (hereinafter called the "Corporation").

**ARTICLE II**

The address of the principal office and the mailing address of the Corporation is 7217 S.W. 48<sup>th</sup> Street, Miami, Florida 33155.

**ARTICLE III**

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<b><u>Number of Shares</u></b> <b><u>Authorized</u></b>	<b><u>Par Value</u></b> <b><u>Per Share</u></b>	<b><u>Class of</u></b> <b><u>Stock</u></b>
1,000	\$.01	Common

**ARTICLE IV**

The Corporation shall hold a special meeting of shareholders only:

(1) On call of the board of directors or persons authorized to do so by the Corporation's bylaws; or

(2) If the holders of not less than 50 percent of all votes entitled to be cast on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

#### ARTICLE V

The street address of the Corporation's initial registered office in the State of Florida is 6631 S.W. 72<sup>nd</sup> Court, Florida, 33143, City of Miami, County of Dade, and the name of its initial registered agent at such office is Aurora Alonso.

#### ARTICLE VI

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's bylaws. The number of directors constituting the initial Board of Directors is two (2), and the names and addresses of the members of the initial Board of Directors who are to serve as the Corporation's director until their successors are duly elected and qualified are:

Aurora Alonso  
6631 S.W. 72<sup>nd</sup> Court  
Miami, FL 33143

Pilar Larraz  
6767 S.W. 67<sup>th</sup> Street  
Miami, FL 33143

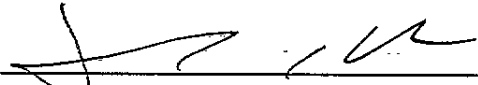
#### ARTICLE VII

The name of the Incorporator is Fernando C. Alonso and the address of the Incorporator is 6790 S.W. 67<sup>th</sup> St., Miami, Florida 33143.

#### ARTICLE VIII

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by any law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 12 day of December, 1998.

  
\_\_\_\_\_  
Fernando C. Alonso  
Incorporator

## ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of LA SERENA CORPORATION, hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes Section 607.0505.

By: Aurora Alonso  
Aurora Alonso, Registered Agent

DATED: December, 3 1998.

FILED  
98 DEC 22 PM 1:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA