

Charter Number Only

Edward J. Abramson

Requestor's Name
7270 NW 12 St. #580

Address
Miami FL 33126

City State Zip Phone

(305) 594. 4999 B

ALL INFORMATION ONLY

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

CORPORATION(S) NAME

LOVEO INC.

98 DEC 23 PM 1:50
SECRETARY OF STATE
TALLAHASSEE FLORIDA

☒ Profit

☐ NonProfit

☐ Amendment

☐ Merger

☐ Foreign

☐ Dissolution

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of Registered Agent

☒ Certified Copy

☐ Photo Copies

☐ Certificate Under Seal

☐ Call When Ready

☐ Call If Problem

☐ After 4:30

☐ Walk In

☐ Will Wait

☒ Pick Up

☐ Mail Out

Name	
Availability	
Document	
Examiner	
Updater	
Verifier	
Acknowledgment	
W.P. Verifier	

certify copy

98 DEC 23 11:08

RECEIVED

Empire Toll Free: 1-800-432-3028

ARTICLES OF INCORPORATION

OF

GUEO INC.

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TALLAHASSEE FLORIDA

ARTICLE I - NAME

The name of this corporation is GUEO INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

The general nature of the business to be transacted by this corporation shall be any and all activities permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue six hundred shares of common stock with a par value of one dollar per share.

ARTICLE V - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro rata share thereof (as nearly as may be

done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 10950 S.W. 42 Street, Miami, FI 33165 and the name of the initial registered agent of this corporation at that address is Guillermo Sordo.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have three directors initially. The number of directors may either increase or diminish from time to time by the bylaws. The name and address of the initial directors of this corporation are:

NAME	ADDRESS
Guillermo Sordo	10950 S.W. 42 Street Miami, Florida 33165
Omar Borrell	10950 S.W. 42 Street Miami, Florida 33165
Ernesto Epifano Reyes	6936 S.W. 110 Ave. Miami, FI 33173

ARTICLE IX - INCORPORATOR

The name and address of the persons signing these articles is:

NAME	ADDRESS
Guillermo Sordo	10950 S.W. 42 Street Miami, Florida 33165
Omar Borrell	10950 S.W. 42 Street Miami, Florida 33165
Ernesto Epifanio Reyes	6936 S.W. 110 Ave. Miami, FI 33173

ARTICLE X - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and shareholders.

ARTICLE XI - RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following persons in the amount set opposite his name:

NAME	NUMBER OF SHARES
Guillermo Sordo	200
Omar Borrell	200
Ernesto Epifanio Reyes	200

Shares held by the initial shareholders listed above may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this corporation.

ARTICLE XII - INITIAL CAPITAL

The amount of capital with which this corporation shall begin business is not less six hundred dollars.

ARTICLE XIII - MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of, the shareholders of this corporation.

ARTICLE XIV - POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE XV - DIRECTORS, RESIDENCY AND COMPENSATION

Directors of this corporation may not be residents of the State of Florida. The shareholders of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

ARTICLE XVI - REMOVAL OF DIRECTORS

The shareholders of this corporation shall be entitled to remove any director from office during his term.

ARTICLE XVII - LIMITATION ON POWERS OF COMMITTEES

In addition to other limitation, imposed by law, no committee of directors of this corporation shall have or exercise the power of the Board of Directors to authorize any merger or dissolution.

ARTICLE XVIII - MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in special meetings of the Board of Directors by means of telephone as provided by law.

ARTICLE XIX - REDUCTION IN STATED CAPITAL

The stated capital of this corporation shall not be reduced by action of the Board of Directors where such reduction is not accompanied by any action requiring or constituting an amendment of the Articles of Incorporation.

ARTICLE XX - INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director to the full extent permitted by law.

ARTICLE XXI - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on this 21 day of December, 1999⁸.




GUILLERMO SORBO
Incorporator



OMAR BORRELL
Incorporator



ERNESTO EPIFANIO REYES
Incorporator



GUILLERMO SORDO
Resident Agent

STATE OF FLORIDA

COUNTY OF DADE

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State and county set forth above, personally appeared GUILLERMO SORDO, OMAR BORRELL AND ERNESTO EPIFANIO REYES personally known to me and known by me to be the persons who executed the foregoing Articles of Incorporation and they acknowledged before me that they executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 21 day of December, 1998.



NOTARY PUBLIC, State of Florida at
Large

MY COMMISSION EXPIRES:



MARIA A VALIENTE
My Commission CC452927
Expires Apr. 13, 1999
Bonded by HAI
800-422-1555

STATE OF FLORIDA
DEPARTMENT OF STATE

Certificate Designating Place of Business or Domicile for the Service of Process within this State naming agent upon whom process may be served and names and addresses of the Officers and Directors.

The following is submitted, in compliance with Chapter 48.091, Florida Statutes:

GUEO INC.. a corporation organized (or organizing) under the laws of the State of Florida with its principal office at 10950 S.W. 42 Street, in the City of Miami, State of Florida, has named GUILLERMO SORDO located at 10950 S.W. 42 St. Miami, Florida 33165, as its agent to accept services of process within this State.

OFFICERS AND DIRECTORS

NAME	TITLE	ADDRESS
Guillermo Sordo	President	10950 S.W. 42 Street Miami, Florida 33165
Omar Borrell	Vice-President	10950 S.W. 42 Street Miami, Florida 33165
Ernesto Epifanio Reyes	Secretary/ Treasurer	6936 S.W. 110 Ave Miami, FI 33173

ACCEPTANCE:

I agree as Resident Agent to accept Service of Process; to keep office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in office as required by law.


GUILLERMO SORDO

SECRETARY OF STATE
ALAN ROSS
FLORIDA

98 DEC 23 PM 1:50

FILED