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Florida Department of State  
Division of Corporations  
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## FLORIDA PROFIT CORPORATION OR P.A.

## MISCELLANEOUS SERVICES, INC.

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$78.75

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**ARTICLES OF INCORPORATION  
OF  
MISCELLANEOUS SERVICES, INC.**

I, the undersigned incorporator of this corporation under the Florida Statute 607, as amended, do hereby form a corporation and adopt the following Articles of Incorporation.

**ARTICLE I**

**NAME**

The name of the corporation is:

**MISCELLANEOUS SERVICES, INC.**

**ARTICLE II**

**PURPOSE AND NATURE OF BUSINESS**

The purpose of this corporation and the general nature of the business to be conducted are as follows:

o To engage in any business, activity, or endeavor which is lawful under the laws of the State of Florida.

**ARTICLE III**

**INITIAL PRINCIPAL PLACE OF BUSINESS**

The initial place of business is 580 Glen Way, Miami Springs, Florida 33166.

Capital Accounts *Adeiro Roque*  
Accounting Tax & Practice  
8064 W 14<sup>th</sup> Court  
Hialeah, Florida 33014-3324  
(305) 556-8240

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**ARTICLE IV**

**DURATION OF CORPORATION**

This corporation is to have perpetual existence commencing on the date of execution and acknowledgment of these Articles of Incorporation.

**ARTICLE V**

**CAPITAL STOCK**

The maximum shares of stock which this corporation is authorized to have outstanding at any one time is One Hundred (100) Shares of Common Stock with One Dollar (\$1.00) par value.

**ARTICLE VI**

**INITIAL CAPITAL CONTRIBUTION**

The amount of capital with which this corporation shall begin business shall not be less than One Hundred (\$100) Dollars.

**ARTICLE VII**

**SUBSCRIBERS**

The name and address of the subscribers of these Articles of Incorporation are as follows:

Alberto Solano  
580 Glen Way  
Miami Springs, Florida 33166

Judy Solano  
580 Glen Way  
Miami Springs, Florida 33166

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## ARTICLE VIII

### DIRECTORS

The initial number of Directors of this corporation shall be two (2). The number of Directors may either be increased or decreased from time to time by a vote of the stockholders in conformity with the By-laws of this corporation, but shall never be less than one (1).

## ARTICLE IX

### INITIAL BOARD OF DIRECTORS

The name and addresses of the members of the initial Board of Directors who, subject to the provisions of the Certificate of Incorporation, the By-laws, and the Corporation Laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until his successors are elected and qualified, is:

President

Alberto Solano

580 Glen Way

Miami Springs, Florida 33166

Secretary

Judy Solano

580 Glen Way

Miami Springs, Florida 33166

## ARTICLE X

### 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 XI

### PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he/she already holds, 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 XII

### INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of this corporation is 580 Glen Way, Miami Springs, Florida 33166, and the name of the initial Registered Agent of this corporation at that address is Alberto Solano.

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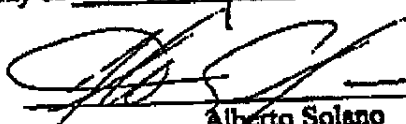
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ARTICLE XIII

INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

DATED the 1st day of February, 1999.

  
Alberto Solano

STATE OF FLORIDA }  
COUNTY OF MIAMI-DADE }

BEFORE ME, the undersigned authority, personally appeared Alberto Solano, to me well known to be the person described in and who executed the foregoing Certificate of Incorporation, and who acknowledged before me, according to law, that he made and subscribed the same for the purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at the City of Hialeah, Miami-Dade County, State of Florida, this 1st day of February, 1999.

  
Notary Public

My commission expires  
Ivonne Roque  
Notary Public, State of Florida  
Commission No. CC 653382  
My Commission Exp. 06/05/2001  
1-800-3-NOTARY - Fla. Notary Service & Bonding Co.

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**CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OR PROCESS WITHIN THIS STATE, NAMING AGENT UPON  
WHOM PROCESS MAY BE SERVED.**

In pursuance of Chapter 607.34 Florida Statutes, the following is submitted, in compliance with said Act:

First-that **Miscellaneous Services, Inc.**

desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at the City of Miami Springs, County of Miami-Dade, State of Florida has named Alberto Solano, located at 580 Glen Way, Miami Springs, Florida 33166 as its agent to accept service of process within this state.

**ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)**

Having been named to accept service of process for the above stated corporation, at place designated in this certificate. I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By \_\_\_\_\_

Registered Agent

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