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**NEW FILINGS**

- ☐ Profit  
☐ Not for Profit  
☐ Limited Liability  
☐ Domestication  
☐ Other

**OTHER FILINGS**

- ☐ Annual Report  
☐ Fictitious Name

**AMENDMENTS**

- ☐ Amendment  
☐ Resignation of R.A., Officer/Director  
☐ Change of Registered Agent  
☐ Dissolution/Withdrawal  
☐ Merger

**REGISTRATION/QUALIFICATION**

- ☐ Foreign  
☐ Limited Partnership  
☐ Reinstatement  
☐ Trademark  
☐ Other

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Examiner's Initials

**ARTICLES OF INCORPORATION  
OF  
de LANDSHEER ENTERPRISES, INC.**

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The undersigned, acting as incorporator of deLandsheer Enterprises, Inc. under the Florida General Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE I. NAME**

The name of the corporation is deLansheer Enterprises, Inc.

**ARTICLE II. COMMENCEMENT OF EXISTENCE**

The existence of the corporation will commence on the date of subscription and acknowledgment of these Articles of Incorporation by the Secretary of State, State of Florida.

**ARTICLE III. PRINCIPAL PLACE OF BUSINESS**

The principal place of business shall be 777 N.W. 155 Lane, Suite 109, Miami, Florida 33169.

**ARTICLE IV. DURATION**

The corporation will exist perpetually.

**ARTICLE V. PURPOSE**

This corporation may engage in any activity or business permitted under the laws of the United States and Florida.

More specifically, the general purpose or purposes for which the company is organized are as follows:

To provide information, translation, assistance and service to the community.

## **ARTICLE VI. AUTHORIZED SHARES**

The maximum number of shares that the corporation is authorized to have outstanding at any time is 100 shares of Class A common stock, having a par value of \$1.00 per share. The consideration to be paid for each share of Class A common stock shall be fixed by the board of directors and may be paid in whole or in part in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation, with a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

## **ARTICLE VII. INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is One N.E. 2nd Avenue, Suite 208, Miami, Florida 33132 and the name of the corporation's initial registered agent at the address is Sabrina Chassagne, Esq.

## **ARTICLE VIII. INITIAL BOARD OF DIRECTORS**

The corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but shall never be less than one (1) or more than four (4). The name and street address of the initial directors are:

<u>Name</u>	<u>Address</u>
Patrick DeLandsheer President	777 N.W. 155 Lane, Suite 109 Miami, FL 33169
Dominique Leon DeLandsheer Vice-President, Secretary and Treasurer	777 N.W. 155 Lane, Suite 109 Miami, FL 33169

## **ARTICLE IX. MANAGEMENT BY SHAREHOLDERS**

All powers of the corporation shall be exercised by or under the authority of, and the business and affairs of the corporation shall be managed under the direction of the board of directors. The names and street addresses of the original shareholders are:

directors. The names and street addresses of the original shareholders are:

<u>Name</u>	<u>Address</u>
Patrick DeLandsheer	777 N.W. 155 Ln., Suite 109
Class A common stock - 40 shares	Miami, FL 33169
Dominique Leon-DeLandsheer	777 N.W. 155 Ln., Suite 109
Class A common stock - 60 shares	Miami, FL 33169

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#### **ARTICLE X. INCORPORATOR**

The name and street address of the incorporator are:

<u>Name</u>	<u>Address</u>
Patrick DeLandsheer	777 N.W. 155 Ln., Suite 109
	Miami, FL 33169

The incorporator of the corporation assigns to this corporation his rights under Section 607.161, Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the board of directors any rights she may have as incorporator to acquire any of the capital stocks of this corporation, this assignment becoming effective on the date corporate existence begins.

#### **ARTICLE XI. CUMULATIVE VOTING**

Every shareholder having the right to vote at a meeting of shareholders shall be entitled, in any election of directors, to that number of votes equal to the number of shares held by that shareholder multiplied by the number of directors to be elected, and each shareholder may either

cast all those votes for a single candidate or distribute them among any two or more of the candidates. In voting on all other proposals, each shareholder having the right to vote shall be entitled to one vote for each share of voting stock held.

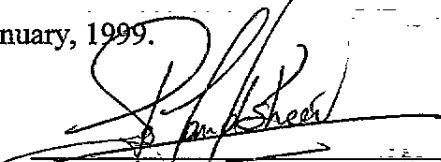
#### ARTICLE XII. BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholder, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

#### ARTICLE XIII. BYLAWS

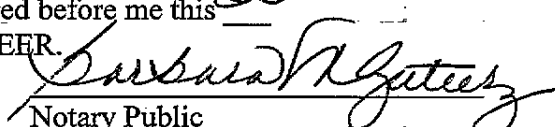
The corporation reserves the right to amend, alter, change or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

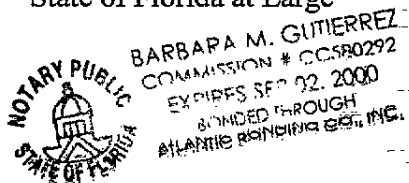
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 25 day of January, 1999.

  
PATRICK DELANDSHEER

STATE OF FLORIDA  
COUNTY OF DADE

The foregoing instrument was acknowledged before me this 25<sup>th</sup> day of January, 1999, by PATRICK DELANDSHEER.

  
Notary Public  
State of Florida at Large



### ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for de Landsheer Enterprises, Inc. in the foregoing Articles of Incorporation, I, on behalf of de Landsheer, Inc. a Florida corporation, hereby agree to accept service of process for said Corporation and to comply with any and all Statutes relative to the complete and proper performance of the duties of registered agent.

SABRINA CHASSAGNE, REGISTERED AGENT

By: Sabrina Chassagne  
Sabrina Chassagne

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TALLAHASSEE, FLORIDA