

TRANSMITTAL LETTER

**D9900024925**

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

**EFFECTIVE DATE**  
3-7-99

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 MAR 12 PM 12:55

**SUBJECT:** Big Five Properties, Inc.  
(Proposed corporate name - must include suffix)

500002803715-3  
-03/12/99-01017-015  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

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:** Cesar Zamora  
Name (Printed or typed)

9955 N.W. 88th Avenue  
Address

Medley, FL 33178  
City, State & Zip

(305) 883-4891  
Daytime Telephone number

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

**BROWN MAR 18 1999**

EFFECTIVE DATE  
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ARTICLES OF INCORPORATION  
OF  
BIG FIVE PROPERTIES, INC.

The undersigned, for the purpose of forming a corporation for profit under the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

ARTICLE I

The name of the corporation is **BIG FIVE PROPERTIES, INC.**

ARTICLE II

The corporation may engage in any and all activities and businesses permitted under the laws of the United States and of the State of Florida. The corporation shall have all of the powers vested in a corporation organized under and existing by virtue of the laws of the State of Florida.

ARTICLE III

The maximum number of shares of stock which the corporation is authorized to issue and have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV

The existence of the corporation shall be perpetual. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five (5) days exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

#### ARTICLE V

The street address of the initial registered agent and the initial registered office of the corporation is 9955 N.W. 88<sup>TH</sup> Avenue, Medley, Florida 33178 and the initial registered agent of the corporation at that address is CESAR ZAMORA. The mailing address of the corporation is 9955 N.W. 88<sup>th</sup> Avenue, Medley, Florida 33178.

#### ARTICLE VI

The corporation shall have at least one director initially. The number of directors may be increased or diminished from time to time pursuant to the Bylaws of the corporation, but shall not be less than one nor more than seven.

#### ARTICLE VII

The name and street address of the member(s) of the first Board of Directors of the Corporation who shall hold office for the first year of the corporation's existence or until a successor is elected and has qualified is:

<u>Name</u>	<u>Address</u>
Orlando Peruyero	9955 N.W. 88 <sup>TH</sup> Avenue Medley, Florida 33178
Cesar Zamora	9955 N.W. 88 <sup>TH</sup> Avenue Medley, Florida 33178
Julio Perez	9955 N.W. 88 <sup>TH</sup> Avenue Medley, Florida 33178
Victor Marrero	9955 N.W. 88 <sup>TH</sup> Avenue Medley, Florida 33178
Wilfredo Gonzalez	9955 N.W. 88 <sup>TH</sup> Avenue Medley, Florida 33178

#### ARTICLE VIII

Members of the Board of Directors or of any Executive Committee thereof shall be deemed present at a meeting of such Board or Committee if a conference telephone or similar communications equipment, by means of which all persons participating in the meeting can hear each other at the same time, is used.

#### ARTICLE IX

A director shall not be prohibited or disqualified from voting on any issue, at any time, by reason of the fact that the issue under consideration may involve such director personally, directly, or that it may involve any person, firm, corporation or other entity in which such director has such a direct or indirect interest.

#### ARTICLE X


The name and street address of the incorporator signing these articles is:

<u>Name</u>	<u>Address</u>
Cesar Zamora	9955 N.W. 88 <sup>TH</sup> Avenue Medley, Florida 33178

#### ARTICLE XI

The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the Board of Directors, but the Board of Directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

**EXECUTED** at Miami, Florida, this 7th day of March, 1999.

  
CESAR ZAMORA

STATE OF FLORIDA    )

COUNTY OF DADE     )

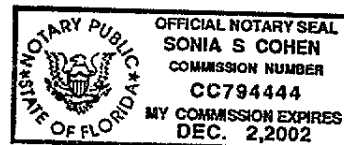
BEFORE ME, the undersigned authority, personally appeared **CESAR ZAMORA**, to me known to be the person who subscribed to the foregoing Articles of Incorporation of and acknowledged that he freely and voluntarily executed the said Articles of Incorporation for the purposes therein expressed.

**SWORN AND SUBSCRIBED** before me this 7th day of March, 1999.



Notary Public, State of Florida  
at Large

My Commission Expires:



**CERTIFICATE DESIGNATING RESIDENT AGENT  
AND REGISTERED OFFICE**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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In accordance with Chapter 48.091, Florida Statutes, the following designation and acceptance is submitted in compliance thereof.

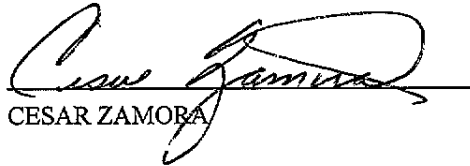
**DESIGNATION**

**BIG FIVE PROPERTIES, INC.**

desiring to organize under the laws of the State of Florida, hereby designates CESAR ZAMORA its registered agent and 9955 N.W. 88<sup>TH</sup> Avenue, Medley, Florida 33178, as its registered office.

**ACCEPTANCE**

Having been named as Registered Agent for the above named corporation, I hereby agree to act in such capacity for such corporation as its registered office.

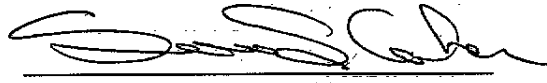
  
CESAR ZAMORA

STATE OF FLORIDA     )

COUNTY OF DADE     )

**BEFORE ME**, the undersigned authority, personally appeared **CESAR ZAMORA**, to me known to be the Registered Agent of and acknowledged that he freely and voluntarily executed the said Articles of Incorporation for the purposes therein expressed.

**SWORN AND SUBSCRIBED** before me this 7th day of March, 1999.

  
Notary Public, State of Florida  
at Large  
My Commission Expires:

1cpc285a.28a

