

P99000032915

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H99000008472 5)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:
Division of Corporations
Fax Number : (850) 922-4001

From:
Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 APR 12 AM 9:15

FILED

FLORIDA PROFIT CORPORATION OR P.A.

MARCOS R. HOLDING CORPORATION

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

m 4/12/99

H99000008472

ARTICLES OF INCORPORATION OF
MARCOS R. HOLDING CORPORATION¹

FILED
99 APR 12 AM 9:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation is Marcos R. Holding Corporation.

ARTICLE II - DURATION

The corporation shall have perpetual existence commencing on the date of filing.

ARTICLE III - PURPOSE

The corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida and under the laws of any other country in the world.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED AGENT

The name and address of the initial registered agent of this corporation is Kirk D. De Leon, Esq., 7 NW 2nd Street, Suite 218, Miami, FL 33128.

ARTICLE VI - PRINCIPAL OFFICE OF THE CORPORATION

The principal office of the corporation will be located at 12355 N.E. 13 Ave., Suite 300, Miami, Florida 33161.

¹Prepared By:
De Leon & De Leon, P.A.
7 NW 2nd Street, Suite 218
Miami, FL 33128
(305)374-5494
Florida Bar Number: 989959

H99000008472

H99000008472

Marcos R. Holding Corporaion
Articles of Incorporation
Page 2

ARTICLE VII - OFFICERS

The affairs of Marcos Holding Corporation shall be managed by a Board of Directors and administered by a President, one or more Vice Presidents, a Secretary, and such other officers as the Board of Directors shall deem desirable. Officers need not be Directors. The officers shall be elected by a majority of those Directors present at the first regularly scheduled meeting of the Board of Directors held each year at which a quorum is present. Each Officer shall serve until resignation or until elections are held at the following year's first regularly scheduled meeting of the Board of Directors at which a quorum is present.

The initial officers of the corporation who shall serve until elections are held and their addresses are:

President - Rosa Cuchman
12355 N.E. 13th Ave.
Suite 300
Miami, Florida 33161

Vice President - Rosa Cuchman
12355 N.E. 13th Ave.
Suite 300
Miami, Florida 33161

Secretary - Rosa Cuchman
12355 N.E. 13th Ave.
Suite 300
Miami, Florida 33161

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director. The number of Directors may be increased or diminished from time to time by the By Laws, but shall never be less than one (1). The names and addresses of the directors of this corporation are:

Rosa Cuchman
12355 N.E. 13th Ave.
Suite 300
Miami, Florida 33161

H99000008472

H99000008472

ARTICLE IX - BY LAWS

The By Laws of this corporation may be adopted, altered amended or repealed by either the Stockholders or the Directors.

ARTICLE X - INDEMNIFICATION

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

ARTICLE XI - PREEMPTIVE RIGHTS

Every stockholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his or her pro-rate 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 - INCORPORATOR

The name and address of the incorporator, who is also the person signing these Articles is:

Rosa Cuchman 12355 N.E. 13th Ave.
Suite 300
Miami, Florida 33161

ARTICLES XIII - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Article of Incorporation at Miami, Florida on the 1 th day of March, 1999.


Rosa Cuchman

H99000008472

H99000008472

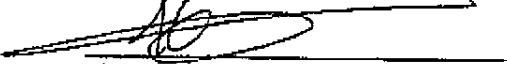
STATE OF FLORIDA]

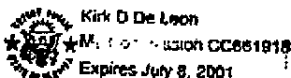
COUNTY OF DADE]

BEFORE ME, the undersigned authority, personally appeared Rosa Cuchman, who is personally know to me and who has provided a Florida Drivers license as identification to verify identity, and he subscribed the above Articles of Incorporation and he did freely and voluntarily acknowledge before me according to the law that he made an subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, DADE County, Florida, this 1 th day of March, 1999.

My Commission Expires:


Notary Public of the State
of Florida at Large

**ACCEPTANCE OF REGISTERED AGENT**

The undersigned hereby accepts to act in the capacity of Registered Agent for Marcos Holding Corporation, and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of his duties.

Dated this 1 th day of March, 1999.


Kirk D. De Leon, Esq.

This instrument prepared by:

De Leon & De Leon, P.A.
7 NW 2nd Street
Suite 218
Miami, Florida 33128
(305) 374-5494
Florida Bar No.: 989959
articles www.iondlegal

FILED
99 APR 12 AM 9:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H99000008472