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PEIRO AND ASSOCIATES INCORPORATED

8262 N.W. 14th STREET

MIAMI, FL. 33126

Ph: (305) 436 9662

DATE: 04-12-99  
FROM: M. Peiro  
COMPANY: Dept of State  
ATTN:  
FAX#:  
REF:

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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

APR 20 1999



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

April 20, 1999

PEIRO AND ASSOCIATES INCORPORATED  
8262 N.W. 14TH STREET  
MIAMI, FL 33126

SUBJECT: PEIRO AND ASSOCIATES INCORPORATED  
Ref. Number: W99000009316

We have received your document for PEIRO AND ASSOCIATES INCORPORATED and your check(s) totaling \$79.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6933.

Dana Calloway  
Document Specialist

Letter Number: 399A00020369

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION  
OF

**ARTICLE I - NAME**

The name of this Corporation is **PEIRO AND ASSOCIATES INCORPORATED,**

**ARTICLE II - DUARATION**

This Corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida.

Corporate existence shall commence at the time of filling of the articles by the Department of State, State of Florida.

**ARTICLE III - PURPOSE**

This Corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE IV - CAPITAL STOCK**

This Corporation is authorized to issue **500** shares of **One Dollar** (\$1.00) par value common stock which shall be designated "**COMMON SHARES**".

**ARTICLE V - 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 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 VI - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial office of this Corporation is **8262 N.W. 14 Street - Miami, Fl 33126.**

And the name of the initial registered agent at this Corporation at that address is :

**MIGUEL A. PEIRO.**

5861 W 26 AVE.

Hialeah, Fl 33016

MAILING ADDRESS:

8262 N.W. 14 STREET

MIAMI, FL 33126

**ARTICLE VII - INITIAL BOARD OF DIRECTORS**

This Corporation shall have **1** director(s) initially. The number of director(s) may be either increased or diminished from time to time by the bylaws but shall never be less

than one . The name (s) and address(es) of the initial director (s) of this Corporation is (are):

Mailling:  
**MIGUEL A. PEIRO**  
**8262 N.W. 14 STREET**  
**MIAMI , FL 33126**

Residing:  
**MIGUEL A. PEIRO**  
**5861 W 26 AVE.**  
**Hialeah , FL 33016**

#### ARTICLE VIII - INCORPORATORS

The name and address of the person (s) signing these articles are :

**MIGUEL A. PEIRO**  
**8262 N.W. 14 STREET**  
**MIAMI , FL 33126**

Residing:  
**5861 W 26 AVE.**  
**Hialeah , FL 33016**

#### ARTICLE IX - BYLAWS

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

#### ARTICLE X – CALLING OF SPECIAL MEETINGS

Special meeting of shareholders may be called by the Board of Directors or the holders of not less than one tenth of all the shares entitled to vote at the meeting.

#### ARTICLE XI - SHAREHOLDER QUORUM AND VOTING

The majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders. If a quorum is present, the affirmative vote of the majority of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

#### ARTICLE XII – APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

The approval of the shareholders of this Corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

#### ARTICLE XIII – INDEMINIFICATION

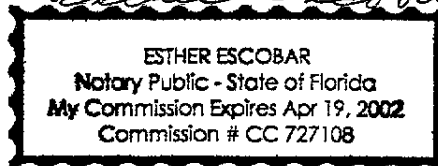
The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

#### ARTICLE XIV – AMENDMENT.

This Corporation reserves the right to amend or repeal any provision 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 subscribers have executed these articles of Incorporation this twelve day of April 1999.

State of Florida  
County of Dade

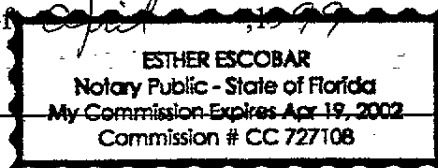


Before me, a notary public authorized to take acknowledgments in the State and County set forth above personally appeared

Known to me and know by me to be the person(s) who executed the foregoing articles of incorporation, and he (they) acknowledged before me that he(they) executed those articles of incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 12 day of April, 1999.

Esther Escobar  
Notary Public, State of Florida at Large.



I, the undersigned, having been named as initial registered agent of the Corporation in the foregoing articles of incorporation hereby accept said office and will serve in said capacity.

[Signature]  
REGISTERED AGENT

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA