

19900041734

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LEONARUS CORPORATE FILING SERVICE, INC.

(Requestor's Name)

3320 S.W. 87th AVENUE

(Address)

MIAMI, FLORIDA (305)552-5973

(City, State, Zip) (Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. MIAMI ARTE Y CULTURA INC.

(Corporation Name)

(Document #)

2. Translation: Miami Art & Culture Inc.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)

☒ Walk in ☒ Pick up time 2:00

☒ Certified Copy

☐ Mail out ☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA  
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Examiner's Initials

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ARTICLES OF INCORPORATION  
FOR  
MIAMI ARTE Y CULTURA INC.

ARTICLE I - NAME

THE NAME OF THIS CORPORATION IS: Miami Arte y Cultura Inc.  
THE INITIAL POST OFFICE ADDRESS OF THIS CORPORATION IN THE  
STATE OF FLORIDA IS: 8015 S.W. 17 Street, MIAMI, FL 33155.

ARTICLE II - DURATION

THE TERM OF DURATION OF THIS CORPORATION SHALL BE PERPETUAL.

ARTICLE III- PURPOSE

- A) THE PURPOSE FOR WHICH THIS CORPORATION IS BEING ORGANIZED  
IS TO PUBLISH ART MAGAZINES.
- B) TO ENGAGE IN ANY OR ALL LAWFUL ACTIVITY AND TO INSTITUTE,  
PARTICIPATE IN AND PROMOTE: COMMERCIAL, MERCANTILE, FINANCIAL,  
AND INDUSTRIAL ENTERPRISES, AND OPERATION, AND FOR THE PURPOSE  
OF TRANSACTING ANY OR ALL LAWFUL BUSINESS.

ARTICLE IV - CAPITAL STOCK

THE MAXIMUM NUMBER OF SHARES OF STOCK THAT THIS CORPORATION  
IS AUTHORIZED TO HAVE OUTSTANDING AT ANY TIME IS (100) SHARES  
OF COMMON STOCK OF \$1.00 (ONE DOLLAR) NOMINAL VALUE EACH.

ARTICLE V - VOTING RIGHTS

EXCEPT AS OTHERWISE PROVIDED BY LAW, THE ENTIRE POWER FOR  
THE ELECTION OF DIRECTORS AND FOR ALL OTHER PURPOSES SHALL  
BE VESTED EXCLUSIVELY IN THE HOLDERS OF THE OUTSTANDING COMMON  
SHARES.

ARTICLE VI - INITIAL REGISTERED  
OFFICE AND AGENT

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THIS  
CORPORATION IS: 8015 S.W. 17 St. MIAMI, FL 33155, AND THE  
NAME OF THE INITIAL REGISTERED AGENT FOR THIS CORPORATION  
AT THE ADDRESS IS: ORLANDO M. REYES.-

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ARTICLE VII - INITIAL BOARD OF DIRECTORS AND OFFICERS

THIS CORPORATION SHALL HAVE NOT LESS THAN TWO (2) DIRECTORS INITIALLY. THE NUMBER OF DIRECTORS MAY BE INCREASED OR DIMINISHED FROM TIME TO TIME, BY LAWS ADOPTED BY THE STOCKHOLDERS, BUT SHALL NEVER BE LESS THAN TWO (2). THE NAME AND ADDRESS OF THE INITIAL DIRECTORS AND OFFICERS ARE:

<u>NAME</u>	<u>POSITION</u>
ORLANDO M. REYES	PRESIDENT 8015 S.W. 17 St MIAMI, FL 33155
MARIA M. PEREZ	SECRETARY AND TREASURER 5747 S.W. 32 St MIAMI, FL 33155

ARTICLE VIII - INCORPORATORS

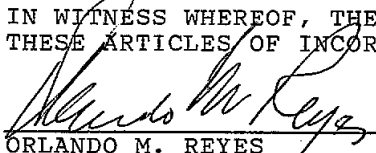
<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>
ORLANDO M. REYES	8015 S.W. 17 St MIAMI, FL 33155	50%
MARIA M. PEREZ	5747 S.W. 32 St MIAMI, FL 33155	

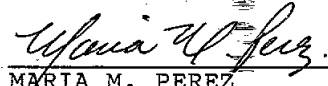
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ARTICLE IX - POWERS

THIS CORPORATION SHALL HAVE ALL OF THE CORPORATE POWERS ENUMERATED IN THE FLORIDA GENERAL CORPORATION ACT, OR ANY SUCCESSORS THERE TO.

IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATORS HAVE EXECUTED THESE ARTICLES OF INCORPORATION THIS 6TH DAY OF MAY, 1999.-

  
ORLANDO M. REYES

  
MARIA M. PEREZ

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION

DATE: MAY 6TH, 1999

SIGNATURE:   
ORLANDO M. REYES