

P99000041938

Thomas R. Galiana

P.O. Box 8207

Hialeah, FL 33012-1207

200002718542--8

-12/22/98--01025--006

122.50 **78.75

City/State/Zip

Phone #

Office Use Only

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

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
99 MAY 10 AM 8:47

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input 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

~~ST-10~~
105

May 5, 1999

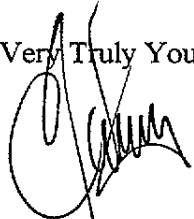
Ms. Wanda Sampson, Document Specialist
Florida Department of State
Division of Corporations
P.O.Box 6327
Tallahassee, Florida 32314

RE: BELLAVISTA PROPERTIES, INC.
Number W99000006215

Dear Ms. Sampson:

As per our telephone conversation of May 5, 1999, this letter will serve as notification to your office that I am aware of the existence of Belle Vista Properties, Inc. Should you have any further questions concerning this matter, please contact me at your convenience.

Very Truly Yours,

A handwritten signature in black ink, appearing to read 'Thomas R. Galiana', written over a horizontal line.

Thomas R. Galiana



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

*New Mailing
Address*

March 16, 1999

THOMAS R. GALIANA

P. O. BOX ~~453804~~ *8207*

MIAMI, FL ~~33245-3804~~ *Hialeah, FL 33012-1207*

SUBJECT: BELLAVISTA PROPERTIES, INC.
Ref. Number: W99000006215

We have received your document for BELLAVISTA PROPERTIES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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) 487-6995.

Wanda Sampson
Document Specialist

Letter Number: 299A00012334

ARTICLES OF INCORPORATION

OF
~~MAGNOLIA PROPERTIES, INC.~~
~~B.T.C. CORPORATION.~~
BELLAVISTA PROPERTIES, INC.
ARTICLE I

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The name of this corporation shall be:

~~B.T.C. CORPORATION.~~
~~MAGNOLIA PROPERTIES, INC.~~
BELLAVISTA PROPERTIES, INC.

ARTICLE II

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

ARTICLE III

This corporation is organized for the purpose of transacting any and all business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

This corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of \$1.00 par value common stock, which shall be designated "Common Stock".

ARTICLE V

The principal street address and the initial registered office of the Corporation is :
250 S.W. 21ST ROAD, MIAMI, FL. 33129., and the name of the initial registered agent of this corporation at that address is : **THOMAS R. GALIANA**

ARTICLE VI

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 share) at the price at which it is offered to others.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The corporation shall have one (1) director(s) initially. The number of directors may be either increased or diminished from time to time by the by-laws of the corporation but shall never be less than one (1). The name(s) and address(es) of the initial director(s) of the corporation is (are):

THOMAS R. GALIANA

P.O. BOX 433804 8207
MIAMI, FL 33185 Hialeah, Fla. 33012-1207

ARTICLE VIII

1.- The initial by-laws of this corporation shall be adopted by the board of directors. The by-laws may be amended from time to time by either the stockholders or the directors. The stockholders may amend, alter, or repeal any bylaw adopted by the directors. The directors may not alter, amend or repeal any by-laws adopted by the stockholders, nor may the directors adopt by-laws which would be in conflict with the by-laws adapted by the stockholders.

2.- Any incorporator or stockholder present at any meeting, either in person or by proxy, and any director present in person at any meeting of the board of directors, shall be deemed to have received proper notice of such meeting unless he (she) shall make objection at such meeting to any defect on insufficiency of notice.

3.- Each director and officer of the corporation, whether or not then in office, shall be indemnified by the corporation for all reasonable costs and expenses incurred by or imposed upon him (her) in connection with, or arising out of any claim, demand, action, suit or proceeding in which he (she) may be involved or to which he (she) may be made a party for reason of his (her) being or having been a director or officer of the corporation, said costs and expenses to include attorney's fees and the costs of reasonable settlement made with a view to curtailment of costs of litigation, except in relation to matters as to which he (she) finally be adjudged in any such action, suit or proceeding to have been derelict in the performance of his (her) duty as such officer or director. Such right of indemnification shall not be exclusive of any other rights to which he (she) may be entitled as a matter of law; and the foregoing right of indemnification shall inure to the benefit of the heirs, executors and administrators of any such director or officer.

4.- A director or officer of the corporation shall not be disqualified by reason of his office from dealing or contraction with the corporation either as a lender, purchaser, or otherwise, nor shall any transaction or contract of the corporation be void or voidable by reason of the fact that any director or officer or any firm of which any director or officer is a stockholder or director, is in any way interested in such transaction or contract, provided that such contract or transaction is or shall be authorized, ratified or approved by either: (a) a vote of a majority of the outstanding shares of common stock in the corporation entitled to vote; or (b) a vote of a majority of the board of directors having no interest in such contract or transaction. A director interested in a contract or transaction who is present may participate in the meeting and may be counted for quorum purposes. Additionally, no director or officer shall be liable to account to the corporation for any profits realized by, from, or through any such transaction or contract authorized, ratified, or approved as herein provided by reason of the fact that he, or any firm of which he is a member or any corporation of which he is a stockholder, officer, or director, was interested in such transaction or contract. Nothing herein contained shall create liability in the event above described or prevent the authorized approval of such transactions or contracts in any other manner permitted by law.

ARTICLE IX

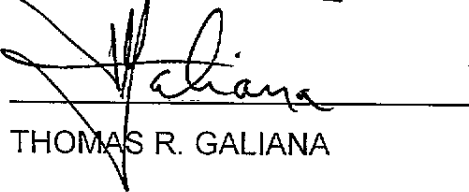
The name(s) and addresses(es) of the person (s) signing these articles is (are):

THOMAS R. GALIANA

P.O. BOX ~~453804~~ 8207

~~MIAMI, FL 33248~~ Hialeah, Fl. 33012-1207

IN WITNESS WHEREOF, the undersigned subscriber(s) has(have) executed these
~~articles of incorporation~~ this 20TH DAY OF DECEMBER 1998

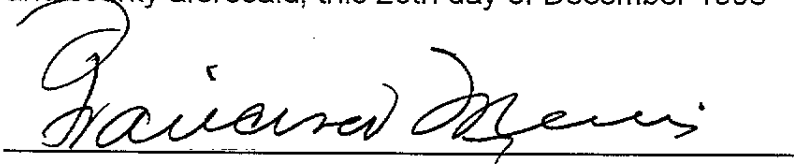

THOMAS R. GALIANA

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 Thomas R. Galiana, known by me to be the person(s) who executed the foregoing articles of incorporation, and he (she)(they) acknowledge before me that he(she)(they) executed those articles of incorporation,

IN WITNESS WHEREOF, I hereunto set my hand and affix my official seal, in the state and county aforesaid, this 20th day of December 1998



NOTARY PUBLIC, State of Florida at Large.



**CERTIFICATE DESIGNATION PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA
NAMING AGENT UPON WHOM SERVICE OF PROCESS MAY BE MADE**

In compliance with section 607.034 of the Florida Statutes, the following is submitted:

~~B.T.C. CORPORATION~~
~~MAGNOLIA PROPERTIES, INC.~~
BELLAVISTA PROPERTIES, INC.

desiring to organize or qualify under the laws of the State of Florida with it's principal place of business in the City of Miami, County of Miami-Dade has named:

THOMAS R. GALIANA

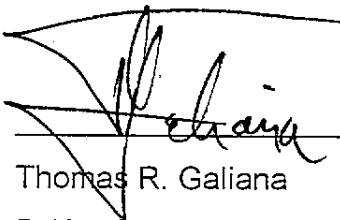
4765 West 8th Avenue
Hialeah, Florida 33012

as it's agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.

Dated this December 20th, 1998.


Thomas R. Galiana

RESIDENT AND REGISTERED AGENT

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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