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Florida Department of State

Division of Corporations

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To:

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

From:

Account Name : KALKAS BUSINESS SERVICES
Account Number : I19980000015
Phone : (305) 577-9716
Fax Number : (305) 577-9718

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.**Ursa Mayor Cleaning Co.**

Certificate of Status	0
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Estimated Charge	\$70.00

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ARTICLES OF INCORPORATION OF

Ursa Mayor Cleaning Co.

(Name of Corporation)

ARTICLE I - NAME

The name of this corporation is:

Ursa Mayor Cleaning Co.

with the principal place of business located at:

7601 E. Treasure Dr. #2306
North Bay Village, FL 33141

ARTICLE II - PURPOSE

This corporation shall have perpetual existence and it may engage in any and all lawful businesses under the laws of the United States and the State of Florida.

ARTICLE III - CAPITAL STOCK

The corporation is authorized to issue 1000 shares of common stock of one dollar (\$1.00) par value each share.

ARTICLE IV - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash or any new common stock of this corporation, shall have the right to purchase their pro rate share (as close as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE IV - INITIAL REGISTERED OFFICE

The street address of the Registered Office of this corporation is:

121 SE 1st Street, Suite 810, Miami, FL 33131

The name of the initial Registered Agent of this corporation is:

Martti Kalkas

Prepared by: Kalkas Business Services
121 SE 1st St. Ste 810, Miami, FL 33131 (305) 577-9716

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ARTICLE V - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one (1). The initial directors of this corporation are:

Michael Rivadavia de Listieux; President, Secretary
7601 E. Treasure Dr. #2306, N. Bay Village, FL 33141

Eduardo Gomes; Vice President, Treasurer
1801 S. Treasure Dr. #309, N. Bay Village, FL 33141

ARTICLE VI - INCORPORATORS

The names of and addresses of the persons signing this article are:

Michael Rivadavia de Listieux	Eduardo Gomes
7601 E. Treasure Dr. #2306,	1801 S. Treasure Dr. #309
N. Bay Village, FL 33141	N. Bay Village, FL 33141

ARTICLE VII - INDEMNIFICATION

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

ARTICLE VIII - MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the director of, shareholders of this corporation.

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend, or repeal by-laws shall be vested in the Board of Directors and the Shareholders.

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ARTICLE X – SHAREHOLDERS


Affirmative vote of a majority of the shareholders of this corporation entitled to vote shall be required for the authorization of any action of the shareholders of this Corporation. The corporation will initially issue one hundred (100) shares. The names and addresses of each shareholder to the articles of incorporation are as follows:

Michael Rivadavia de Listoux; President, Secretary
7601 E. Treasure Dr. #2306, N. Bay Village, FL 33141 ... 51 shares

Eduardo Gomes; Vice President, Treasurer
1801 S. Treasure Dr. #309, N. Bay Village, FL 33141 ... 49 shares

IN WITNESS WHEREOF, the undersigned incorporators has executed these Articles of Incorporation this 4th day of June, 1999.


Incorporator


Incorporator

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CERTIFICATE DESIGNATING THE ADDRESS AND AN
AGENT UPON WHOM PROCESS MAY BE SERVED

WITNESSETH:

That the Ursa Mayor Cleaning Co. desiring to organize under the laws of the State of Florida, which will have its principal office in the County of Miami-Dade State of Florida, has appointed

Marti Kalkas
121 SE 1st Street, Suite 810
Miami, FL 33131

as its agent to accept service of process within the state.

ACKNOWLEDGEMENT:

Having been named by the

Ursa Mayor Cleaning Co.

to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in the capacity of Registered Agent for the said corporation, and agree to comply with the applicable provision of the Florida Statutes, this 4th day of June, 1999.



Registered Agent

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