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

FLORIDA PROFIT CORPORATION OR P.A.

FAMAS, INC.

Fame, Inc.

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ARTICLES OF INCORPORATION

OF

FAMAS, INC.

ARTICLE I

Name of Corporation

The name of the corporation is FAMAS, INC.

ARTICLE II

Corporate Existence

This corporation is organized pursuant to chapters 607 of the Florida statutes, and shall have a perpetual existence.

ARTICLE III

Purpose of Business

The purpose of this corporation is to engage in the transaction of any and all business permitted under the laws of the United States and this State.

ARTICLE IV

Principal Place of Business

The principal place of business of this corporation shall be:

9600 Northwest 25th Street
Suite 3F
Miami, Florida 33172

Prepared by: Manuel Arthur Mesa, Esq.
100 Southeast 2nd Street, 37th Floor
Miami, Florida 33131
Telephone: (305) 863-1000
FBN: 0885819

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ARTICLE V

Registered Office

The initial street address of the registered office of the corporation is:

Manuel Arthur Mesa, Esq.
37th Floor, NationsBank Tower
100 Southeast 2nd Street
Miami, Florida 33131

The Board of Directors may from time to time move the registered office to any other address in Florida.

ARTICLE VI

Registered Agent

The initial registered agent of the corporation for purposes of accepting service of process pursuant to Chapter 607 and Section 48.091, Florida Statutes, and located at the initial registered office, shall be:

37th Floor, NationsBank Tower
100 Southeast 2nd Street
Miami, Florida 33131

ARTICLE VII

Directors

The business of this Corporation shall be conducted by a Board of Directors which shall consist of not less than one (1), and not more than nine (9) directors, as shall from time to time be designated in the By-Laws of this Corporation, and a majority thereof shall constitute a quorum for the transaction of all business.

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The name and address of the initial director is:

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Sergio Falo
9600 Northwest 25th Street
Suite 3F
Miami, Florida 33172

Susana Maldonado
9600 Northwest 25th Street
Suite 3F
Miami, Florida 33172

Franco Troya
9600 Northwest 25th Street
Suite 3F
Miami, Florida 33172

ARTICLE VIII

Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock at \$1.00 par value. Each stockholder shall be entitled to one (1) vote for each share owned.

ARTICLE IX

Incorporator

The name and address of the incorporator is as follows:

Manuel Arthur Mesa, Esq.
100 Southeast 2nd Street
NationsBank Tower, 37th Floor
Miami, Florida 33131

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ARTICLE X

By-Laws

The By-Laws of this Corporation may be created, amended, or changed by either the Shareholders or the Board of Directors, at any regular or duly scheduled special meeting.

ARTICLE XI

Officers

This Corporation shall have, in addition to a President, Vice-President, Secretary and/or Treasurer, such other additional officers as may be created from time to time by and under the authorization of its By-Laws. All officers and agents shall be chosen in such manner, hold their offices for such terms, and have such powers and duties as may be described by the By-Laws or determined by the Board of Directors. Any person may hold two or more offices.

ARTICLE XII

Director's Liability and Rights

No contract, act or transaction of this corporation with any persons, firms or other corporation in the absence of fraud or wrong-doing, shall be affected or invalidated by the fact that any director of this corporation is a party to or interested in such contract, act, or transaction, or in any way connected with such person, persons, firm, or corporation, and each and every person, who may become a director of this corporation is hereby relieved from liability that might otherwise exist from thus contacting with this corporation for the benefit of himself or of any other

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FAMAS, INC.**H99000014656****ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

Pursuant to the provisions of the Florida General Corporation Act, the undersigned does hereby accept appointment and designation as registered agent on which process may be served within the State of Florida for the proposed domestic corporation named in the foregoing Articles of Incorporation.

I hereby certify that I am familiar with and accept the duties and responsibilities as registered agent under the Florida Statutes.



Manuel Arthur Mesa
Registered Agent

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