

OFFICE USE ONLY (Document #)

HAZARDUS 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. ESCALANTE CORPORATION  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(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

FILED  
99 JUN 25 PM 4:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

Examiner's Initials

**ARTICLES OF INCORPORATION OF  
ESCALANTE CORPORATION**

**ARTICLE I --- NAME**

The name of this corporation is ESCALANTE CORPORATION

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**ARTICLE II- EXISTENCE**

This corporation shall have perpetual existence commencing on the date of  
FILING.

**ARTICLE - III- PURPOSE**

This corporation is organized for the purpose of doing commerce in the cattle business and transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issued 500 shares of ONE Dollar (\$1.00) par value common stock which shall be designated as "Common Shares". The total initial capital is \$ 500.00.

**ARTICLE V - PRE-EMPTIVE RIGHTS**

Every Shareholder, upon the offer for sale for cash of any stock of this corporation, 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, or the price that may be set by the Board of Directors, which ever is lowest.

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

The street address of the initial registered office of this Corporation is

8370 W. FLAGLER ST, #110, MIAMI, FLORIDA 33144, and the name of the initial registered agent of this corporation at that address is ADOLFO ESCALANTE.

#### ARTICLE VII – INITIAL BOARD OF DIRECTORS

This corporation shall have THREE Directors constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the rules set in the bylaws; however, there shall never be less than one director, nor more than five. The names and addresses of initial Board of Directors of the Corporation are:

ADOLFO ESCALANTE; PRESIDENT  
15357 S.W. 43 TERRACE; MIAMI, FLORIDA, 33185

MARY ALVAREZ ESCALANTE  
VICE-PRESIDENT, SECRETARY  
15357 S.W. 43 TERRACE; MIAMI, FLORIDA 33185

CARLOS LUQUE  
TREASURER  
14933 S.W. 93 STREET, MIAMI, FLORIDA 33196

#### ARTICLE VIII – INCORPORATION

The names and addresses of the Incorporators signing these articles are the same as those mentioned in the preceding article and in the original Corporation. The Incorporators take all of the shares of the corporation as follows: ADOLFO ESCALANTE, 33.33%, MARY ALVAREZ ESCALANTE, 33.33% and CARLOS LUQUE 33.33% of the total shares of the Corporation.

#### ARTICLE IX – INDEMNIFICATION

The corporation shall indemnify any Officer or Director, to the full extent permitted by law.

#### ARTICLE X – AMENDMENTS

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, by a MAJORITY of Votes of all Shareholders.

## ARTICLE XI – CORPORATE BUY-OUT

Dissenting shareholders have the right to sell their shares back to the corporation at a fair price, and the corporation has the obligation to purchase such shares. The obligation of the corporation will only cease if the purchase would render the corporation insolvent or so substantially reduce its assets as to make its operation impossible.

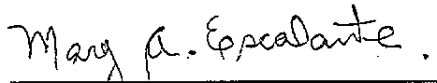
## ARTICLE XII

Any dispute among shareholders will be resolved by arbitration in accordance with the rules of the American Arbitration Association by an arbitrator that will be chosen by the non-disputing shareholders. If they cannot appoint one within one week of the request the arbitrator will be the Corporation's Legal Counselor. The decision of the arbitrator will be final.

**IN WITNESS WHEREOF**, the undersigned Incorporators have executed these Articles of Incorporation on the 21st day of June 1999.



ADOLFO ESCALANTE  
PRESIDENT



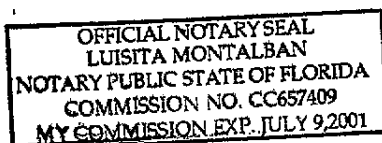
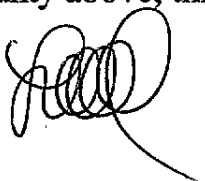
MARY ALVAREZ ESCALANTE  
VICE PRESIDENT, SECRETARY



CARLOS LUQUE  
TREASURER

**BEFORE ME**, a Notary Public authorized to take acknowledgments in the State and County set forth above Personally appeared ADOLFO ESCALANTE, MARY ALVAREZ ESCALANTE and CARLOS LUQUE personally known to me to be the persons executing the foregoing Articles of the Incorporation, and that they acknowledged before me that they executed those Articles of Incorporation.

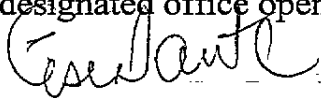
**IN WITNESS WHEREOF**, have set my hand and seal in the State and County above, this 21<sup>st</sup> day of June 1999.



In compliance with Section 48.091, Florida Statutes. The following is submitted: That ESCALANTE CORPORATION desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, has named, ADOLFO ESCALANTE, with the following address 8370 W. Flagler St, #110, Miami, Florida 33144, as its agent to accept service of process within this State.

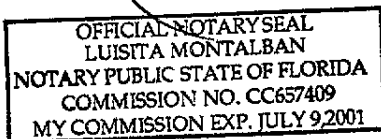
#### ACKNOWLEDGMENT

Having been named to accept service of process for the above mentioned corporation, at the place designated in this certificate, the undersigned agrees to comply with the provisions of Florida law relative to keeping the designated office open.



ADOLFO ESCALANTE  
Registered Agent

BEFORE ME, a Notary Public, personally appeared to me known to be the person described as ADOLFO ESCALANTE, who has executed the foregoing acknowledgement before me; and accepts to be the Registered Agent for the Corporation.



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