

Charter Number Only

PR900065019

VALIDATION ONLY

Noronha - Advogados

Requestor's Name

1221 Brickell Ave. #1470

Address

miami FL 33131

City

State

ZIP

Phone

(305) 372-0844

800002938208--4

-07/22/99-01015-009

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

CORPORATION(S) NAME

Chetola Holdings Florida, Inc.

89 JUL 22 PM 1:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

☒ Profit

☐ NonProfit

☐ Amendment

☐ Merger

☐ Foreign

☐ Dissolution

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of Registered Agent

☒ Certified Copy

☐ Photo Copies

☐ Certificate Under Seal

☐ Call When Ready

☐ Call If Problem

☐ After 4:30

☒ Walk In

☐ Will Wait

☒ Pick Up

☐ Mail Out

Name	
Availability	
Document	
Examiner	
Updater	
Verifier	
Acknowledgment	
W.P. Verifier	

CERTIFIED COPY

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SECRET



Empire Toll Free: 1-800-432-3028

**ARTICLES OF INCORPORATION  
OF  
CHETOLA HOLDINGS FLORIDA INC.**

**ARTICLE I**

**CORPORATE NAME**

The name of this Corporation is:

**CHETOLA HOLDINGS FLORIDA INC.**

**ARTICLE II**

**PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation is:

**7700 NORTH KENDALL DRIVE, PENTHOUSE 5  
MIAMI, FL 33156.**

**ARTICLE III**

**TERM OF CORPORATE EXISTENCE**

The Corporation shall exist perpetually unless dissolved according to law and such existence shall commence at the time of the filing of these Articles of Incorporation with Department of State of the State of Florida.

**ARTICLE IV**

**PURPOSE AND PERMITTED ACTIVITY**

**FILED**  
99 JUL 22 PM 1:38  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The general purpose of this Corporation shall be the transaction of any and all lawful business or activities and this Corporation shall have all of the powers now and hereafter granted to corporations under Florida law and all other applicable law.

## **ARTICLE V**

### **AUTHORIZED SHARES**

The aggregate number of shares which the Corporation shall have authority to issue shall be 500,000 (five hundred thousand) shares of voting common stock with par value US\$1.00 per share.

## **ARTICLE VI**

### **PREEMPTIVE RIGHTS**

Each shareholder of the Corporation shall have the preemptive right to purchase, subscribe for or otherwise acquire, pro-rata, any shares of the Corporation of any class now or hereafter authorized, or any securities, exchangeable for or convertible into such shares, or any warrants or any instruments evidencing rights or options to subscribe for, purchase, or otherwise acquire such shares.

## **ARTICLE VII**

### **REGISTERED AGENT AND INITIAL REGISTERED OFFICE IN FLORIDA**

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

**JOHN LOUIS ABITANTE  
7700 NORTH KENDALL DRIVE, PENTHOUSE 5  
MIAMI, FL 33156.**

## **ARTICLE VIII**

### **BOARD OF DIRECTORS**

The business of the Corporation shall be managed by a Board of Directors consisting of not fewer than one person, the exact number to be determined from time to time in accordance with the By-Laws.

The name and address of the first Board of Directors who shall serve until the first annual meeting of shareholders or until its successors are elected and qualified shall be:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
<b>JOSÉ PINTO MARTINS</b>	<b>7700 NORTH KENDALL DRIVE, PENTHOUSE 5, MIAMI, FL 33156.</b>

## **ARTICLE IX**

### **INCORPORATOR**

The name and address of the signing these Articles of Incorporation as the Incorporator is:

**EMPIRE CORPORATE KIT OF AMERICA, INC.  
1492 WEST FLAGLER ST., STE. 200  
MIAMI, FL 33135.**

## **ARTICLE X**

### **INDEMNIFICATION**

Every person now or hereafter serving as director, officer or employee of the Corporation shall be indemnified and held harmless by the Corporation from and against any and all loss, cost, liability and expense that may be imposed upon or incurred by him in connection with or resulting from any claim, action, suit or proceeding, in which he may become involved, as a party or otherwise, by reason of his being or having been a director, officer or employee of the Corporation, whether or not he continues to be such at the time such loss, cost, liability or

expense shall have been imposed or incurred, except with regard to matters as to which any such director, officer or employee shall be adjudged in any claim, action, suit or proceeding to be liable for his own gross negligence or willful misconduct in the performance of duty.

Expenses (including attorneys' fees) incurred in defending any claim action, suit or proceeding may be paid by the Corporation in advance of the final disposition of such a proceeding.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 20 day of July 1999.

Empire Corporate Kit of America, Inc.  
(as Incorporator)

By: Ray Stomont  
Ray Stomont  
President, Empire  
Corporate Kit of America, Inc.

#### ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated Corporation, at the place designated in these Articles of Incorporation, I hereby accept the appointment as Registered Agent and agree to comply with all applicable provisions of law relative to the duties and responsibilities as Registered Agent for said Corporation.

John Louis Abitante  
John Louis Abitante

**FILED**  
99 JUL 22 PM 1:38  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA