

P99000067143

Florida Department of State

Division of Corporations

Public Access System

Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H99000018224 8))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 JUL 28 PM 4:47

FILED

FLORIDA PROFIT CORPORATION OR P.A.

gastro equipment usa, inc.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

[Electronic Filing Menu](#)[Corporate Filing](#)[Public Access Help](#)

N. CULLIGAN JUL 28 1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 26, 1999

EMPIRE

SUBJECT: GASTRO EQUIPMENT USA, INC.
REF: W99000017096

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name of the entity must be identical throughout the document.

If you have any further questions concerning your document, please call (850) 487-6067.

Neysa Culligan
Document Specialist

FAX Aud. #: H99000018224
Letter Number: 999A00037913

H99000018224

**ARTICLES OF INCORPORATION
OF
GASTRO EQUIPMENT USA, INC.**

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, hereby adopts the following Articles of Incorporation.

Article I

NAME

The name of the Corporation is GASTRO EQUIPMENT USA, INC. and the principal address is 3800 Executive Way, Miramar, Fl 33025.

DURATION

The corporation shall exist perpetually. Corporate existence shall commence upon filing by the Department of State.

Article III

NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States and under the laws of the State of Florida. It shall also exist as a sub-chapter small business.

Article IV

CAPITAL STOCK

(a) Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is one thousand (1000) shares of stock with one dollar (\$1.00) per value. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

(b) Preemptive Rights. Shareholders shall have no preemptive rights.

(c) Cumulative voting. Cumulative voting shall not be permitted.

William J. Sanchez
10621 N. Kendall Drive Suite 211, Miami, Fl 33176
305-598-6577 Fax 305-598-3988
Fl. Bar No. 749060

H99000018224

99 JUL 28 PM 4:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

H99000018224

Article V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 3800 Executive Way, Miramar, Fl 33025 and the name of the initial registered agent of this corporation is William J. Sanchez.

Article VI

(a) Number. This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the by-laws, but shall never be less than one.

(b) Initial Directors. The name and street address of the directors of the corporation is:

Name	Address
Jorge Jurado President	3800 Executive Way Miramar, Fl 33025

(c) Compensation: The board of directors is hereby specifically authorized to make provisions for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefore in any form.

(d) Indemnification. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, and agents to the full extent permitted by law.

Article VII

BYLAWS

The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend, or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the director.

Article VIII

H99000018224

H99000018224

INCORPORATOR

William J. Sanchez,
10621 N. Kendall Drive Suite 211
Miami, Florida 33176

Article IX

AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation the 23rd day of July, 1999.

State of Florida)
) SS
County of Dade)

The following instrument was acknowledged and personally known before me this 23rd day of July, 1999.



NOTARY PUBLIC, State of Florida

IVETEM LUENGO
Notary Public - State of Florida
My Commission Expires Dec 5, 2001
Commission # CC637052

H99000018224

H99000018224

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN FLORIDA NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED**

In compliance with Section 48, 901, Florida Statutes, the following is submitted.

GASTRO EQUIPMENT USA, INC, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Miami, State of Florida, with office located at 3800 Executive Center Way, Miramar, Fl 33025 has designated William J. Sanchez, as its agent and accept service of process within Florida.

Incorporator:


 William J. Sanchez

Date: 7/23/99

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


 William J. Sanchez

Date: 7/23/99

FILED
 99 JUL 28 PM 4:48
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

H99000018224