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Division of Corporations

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To:

Division of Corporations

Fax Number : (850) 922-4001

From:

Account Name : FAS-T CORP. AGENTS, INC.

Account Number : 071001002335

Phone : (305) 599-0839

Fax Number : (305) 716-0346

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.**ALI'S CREATIONS & PARTY RENTALS, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION
OF
ALI'S CREATIONS & PARTY RENTALS, INC.

The undersigned subscriber to these Articles of Incorporation, desiring to form a corporation under the laws of the State of Florida, does hereby accept all of the rights and privileges, benefits and obligations conferred and imposed by said laws and does hereby adopt the following Articles of Incorporation as the Charter of the Corporation hereby organized.

ARTICLE I

NAME

The name of the Corporation shall be: ALI'S CREATIONS & PARTY RENTALS, INC.

ARTICLE II

DURATION

This Corporation shall have perpetual existence.

ARTICLE III

PURPOSES AND POWERS

Section 1.

This Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

Section 2.

The Corporation shall have all the powers set forth in the Florida General Corporation law, as in effect from time to time.

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[Handwritten signatures and initials]

ARTICLE IV

CAPITAL STOCK

The maximum number of shares of stock this Corporation is authorized to have outstanding at any one time is 100 shares of common stock at \$1.00 par value each.

ARTICLE V

AMOUNT OF CAPITAL

The amount of capital with which this Corporation will begin business is not less than \$100.00 Dollars.

ARTICLE VI

**PRINCIPAL CORPORATE ADDRESS AND
INITIAL REGISTERED OFFICE AND AGENT**

The initial principal office address is:

Address: 7981 N.W. 196th Terrace
Miami, Florida 33015

The initial registered agent and address is:

Name: Rosa A. Pazos
Address: 5500 West 13th Avenue
Hialeah, Florida 33012

ARTICLE VII

INITIAL BOARD OF DIRECTORS

This Corporation shall have Two (2) Directors, initially. The number of directors may be either increased or decreased from time to time by action in accordance with the provisions of the By-Laws. The names and addresses of the initial Directors of this Corporation are:

Antonio Luis Valdes
7981 N.W. 196th Terrace
Miami, Florida 33015

Luis Gabriel Valdes, Jr.
7981 N.W. 196th Terrace
Miami, Florida 33015

Handwritten signatures and initials in the bottom right corner, including what appears to be 'AV' and 'LJ'.

ARTICLE VIII

INCORPORATOR

The name and address of each Incorporator is:

Alicia Valdes President
7981 N.W. 196th Terrace
Miami, Florida 33015

Luis G. Valdes, Sr. Vice-President
7981 N.W. 196th Terrace
Miami, Florida 33015

Virginia R. Vera Secretary
3512 East 8th Avenue
Hialeah, Florida 33013

Miguel I. Vera Treasurer
3512 East 8th Avenue
Hialeah, Florida 33013

ARTICLE IX

INDEMNIFICATION

The Corporation shall indemnify any officer, director or employee of the Corporation, or any former officer, director or employee of the Corporation, to the full extent permitted by and as set forth in the Florida General Corporation Law.

ARTICLE X

AMENDMENT

Unless otherwise set forth herein, the Corporation reserves the right, in accordance with the Florida General Corporation Law, to amend, alter, modify or repeal any provision or provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the Shareholders subject to this reservation.

[Handwritten signatures and initials]

ARTICLE XI
PROVISIONS FOR REGULATION OF THE
INTERNAL AFFAIRS OF THE CORPORATION

For the regulation of the business and for the conduct of the affairs of the Corporation, to create, divide, limit and regulate the powers of the Corporation, the Directors and Shareholders, provision is made as follows:

- a) General authority is hereby conferred upon the Board of Directors of the Corporation, except as the Shareholders may otherwise from time to time provide or direct, to fix the consideration for which the shares of stock of the Corporation shall be issued and disposed of, and to provide when and how such consideration shall be paid.
- b) All corporate powers, including the sale, mortgage, hypothecation and pledge of the whole or any part of the corporate property shall be exercised by the Board of Directors, except as otherwise expressly provided by law.
- c) The Board of Directors shall have power from time to time to fix and determine and vary the amount of the working capital of the Corporation and direct and determine the use and disposition of any surplus or net profits over and above the capital stock paid in, and in its discretion the Board of Directors may use and apply any such surplus or accumulated profits in purchasing or acquiring bonds or other obligations of the Corporation or shares of its own capital stock to such extent, in such manner upon such terms as the Board of Directors may deem expedient.
- d) The Board of Directors shall have the power of fixing the compensation by way of salaries and/or bonuses, and/or pensions of the employees, the agents, the officers and directors, all or each of them, in such sum and form and amount as may seem reasonable in and by their discretion.
- e) Any one or more or all of the Directors may be removed, either with or without cause, at any time by the vote of the Shareholders holding a majority of the stock entitled to vote of the Corporation at any special meeting, and thereupon the term of each Director or Directors who shall have been so removed shall forthwith terminate, and there shall be a vacancy or vacancies in the Board of Directors, to be filled as provided by the By-Laws.
- f) Any officers of the Corporation may be removed either with or without cause, at any time, by vote of a majority of the Board of Directors.

g) No contract or other transaction between the Corporation and any other corporation shall be affected or invalidated by the fact that any one or more of the Directors or officers of this Corporation is or are interested in or is a director or officer or are directors or officers of such other corporation, nor shall such contract or other transaction be affected by the fact that the Directors or officers of the Corporation are personally interested therein. Any Director or Directors, officer or officers, individually or jointly, may be a party or parties to or may be interested in any contract or transaction of or with the Corporation or in which this Corporation is interested; and no contract, act or transaction of this Corporation with any person or persons firm, association or corporation shall be affected or invalidated by the fact that any Director or Directors or officer or officers of this Corporation is a party or are parties to, or interested in such contract, act or transaction or in any way connected with such person or persons, firm, association or corporation. Each and every person who may become a director or officer of this Corporation is hereby relieved, as far as is legally permissible, from any disability which might otherwise prevent him from contracting with the corporation for the benefit of himself or of any firm, association or corporation in which he may be in anyway interested.

Dated the 6th day of October, 1999.

IN WITNESS WHEREOF, the undersigned being the incorporator(s) of this corporation have executed these Articles of Incorporation.

Signature of Incorporator(s)


ALICIA VALDES


LUIS G. VALDES, SR.


VIRGENIA R. VERA


MIGUEL I. VERA

Directors:


ANTONIO LUIS VALDES


LUIS GABRIEL VALDES, JR.

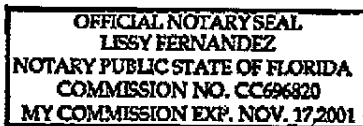


STATE OF FLORIDA)

COUNTY OF DADE)

Before me, the undersigned authority, personally appeared ALICIA VALDES, LUIS G. VALDES, SR., VIRGINIA R. VERA, MIGUEL I. VERA, ANTONIO LUIS VALDES and LUIS GABRIEL VALDES, JR., to me well known to be the person(s) who executed the foregoing Articles of Incorporation and acknowledged before me, according to law, that they have made and subscribed the same for the purposes therein mentioned and set forth. Incorporators and Directors are () personally known to me or () have produced DI as identification.

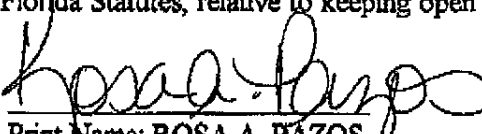
IN WITNESS WHEREOF, I have hereunto set my hand and seal this 6th day of October, 1999.




Print Name: Lissy Fernandez
NOTARY PUBLIC, State of Florida

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above named corporation at a place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provision of Chapter 48.091, Florida Statutes, relative to keeping open said office for service of process.


Print Name: ROSA A. PAZOS
REGISTERED AGENT

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