

Law Offices of  
Josefina M. Perez - Cofiño  
A Professional Association

7860 N.W. 71 STREET, SUITE #302  
MIAMI, FL. 33166

TEL. (305) 513-3848  
FAX. (305) 513-3844

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FILED  
NOV - 8 AM 11:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

September 20, 1999

400002998224--2  
-09/27/99--01154--017  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

Re: E & M Enterprises, Inc.  
Simple Arts & Co.

To Whom it may concern,

Enclosed please find original and two copies of Certificate of Incorporation for the above mentioned corporations, along with two checks in the amount of \$78.75 for filing of the same.

We would appreciate if you could fax us confirmation of filing via fax at (305) 513-3844.

If you have any questions concerning the above, please contact the undersigned.

Thank you for your excellent courtesies.

789,524,2551,2550  
m/99-22523  
Sincerely,

*Josefina M. Perez - Cofiño*

D. BROWN SEP 29 1999



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

September 29, 1999

JOSEFINA M. PEREZ-COFINO, P.A.  
7860 N.W. 71ST STREET  
SUITE #302  
MIAMI, FL 33166

SUBJECT: SIMPLE ARTS & CO.  
Ref. Number: W99000022523

We have received your document for SIMPLE ARTS & CO. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

YOU NEED TO ADD A CORPORATE SUFFIX AFTER CO. CO. IS CONSIDERED A WORD SO YOU NEED TO ADD A SUFFIX.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6972.

Doris Brown  
Document Specialist

Letter Number: 599A00047591

**ARTICLES OF INCORPORATION  
OF  
SIMPLE ARTS & COMPANY, INC.**

**FILED**  
99 NOV -8 AM 11:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned; for the purpose of forming a corporation under the FEDERAL GENERAL CORPORATION ACT hereby adopts the following Articles of Incorporation.

**ARTICLE ONE  
NAME**

The name of the corporation is SIMPLE ARTS & COMPANY, INC.

**ARTICLE TWO  
DURATION**

The term of existence of the corporation is perpetual.

**ARTICLE THREE  
PURPOSE**

The corporation may transact any and all lawful business for the purpose of any and all business to be incorporated under the Laws of the STATE OF FLORIDA.

**ARTICLE FOUR  
PLACE OF BUSINESS**

The principal place of business of the Corporation shall be at 7948 N.W. 188 LANE, MIAMI, FL. 33015 with privilege of having branch offices within and without the State of Florida.

**ARTICLE FIVE  
CAPITAL STOCK**

The maximum number of shares which the corporation has authority to issue is 100, all of which shall be common shares with \$1.00 par value.

**ARTICLE SIX  
INITIAL REGISTERED AGENT AND ADDRESS**

The street address of the initial registered office of the corporation shall be the SAME as the principal office and the name of the initial registered agent at such address is JOSEFINA M. PEREZ-COIFNO, ESQ.

**ARTICLE SEVEN  
PREEMPTIVE RIGHTS**

The Shareholders shall have Preemptive Rights.

**ARTICLE EIGHT  
INITIAL DIRECTOR AND OFFICER**

7.01 The Board of Directors of the corporation shall consist of one member.

7.-2 The name and address of the initial Director of the Board:

<u>Name</u>	<u>Address</u>
ZOILA BASULTA PRESIDENT/TREASURER	7948 N.W. 188 LANE MIAMI, FLORIDA 33015
MARLENE M. RUIZ VICE PRESIDENT/SECRETARY	17315 S.W. 8 STREET PEMBROKE PINES, FLORIDA 33029

7.03 The initial Director will also serve as the initial President

**ARTICLE NINE  
INCORPORATOR**

<u>Name</u>	<u>Address</u>
ZOILA BASULTA	7948 N.W. 188 LANE MIAMI, FLORIDA 33015

The undersigned has executed these Articles of Incorporation this 4th day of November 1999.

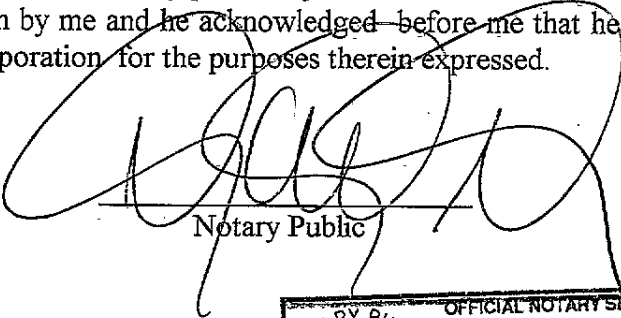
Zoila Basulto  
PRESIDENT  
Signature

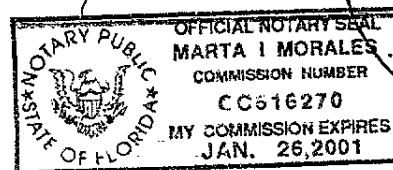
STATE OF FLORIDA

COUNTY OF DADE

Before me the undersigned authority personally ZOILA BASULTA, PRESIDENT and who is personally known by me and he acknowledged before me that he signed the foregoing Certificate of Incorporation for the purposes therein expressed.

Msword/SA&Co

  
Notary Public



**REGISTERED AGENT**

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 48.091, FLORIDA STATUTES THE FOLLOWING IS SUBMITTED:

FIRST THAT: SIMPLE ARTS & COMPANY, 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, HAS NAMED: JOSEFINA M. PEREZ-COFINO, ESQ. LOCATED AT 7860 NW 71 STREET, STE 302, MIAMI, FLORIDA 33166 STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.



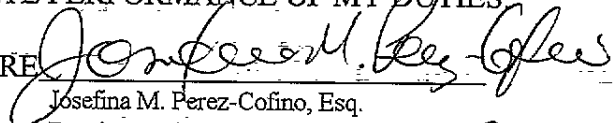
ZOILA BASULTA

TITLE: PRESIDENT

DATE: 11-9-99

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES

SIGNATURE



Josefina M. Perez-Cofino, Esq.

Registered Agent

DATE:

11/8/99

ms.word\rg

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