

Charter Number Only

12/11/99  
P99000/106858

VALIDATION ONLY

SERGIO R. PENTON

Requestor's Name

3191 Coral Way #200

Address

MIAMI FL 33133

City

State

ZIP

Phone

448-1362A

300003066213--1

-12/10/99-01013-007

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

CORPORATION(S) NAME

BKA SALES & marketing inc.

RECEIVED  
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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	
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Examiner	
Update	
Verifier	
Acknowledgment	
W.P. Verifier	

12/10

Empire Toll Free: 1-800-432-3028

ARTICLE OF INCORPORATION  
OF  
BKA SALES & MARKETING, INC.

FILED  
99 DEC 10 AM 9:49  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

WE, THE UNDERSIGNED, HEREBY ASSOCIATED TOGETHER FOR THE  
PURPOSE OF BECOMING A CORPORATION UNDER THE LAWS OF FLORIDA, BY  
AND UNDER THE PROVISIONS OF THE STATUS OF THE STATE OF FLORIDA,  
PROVIDING FOR FORMATION, LIABILITIES, RIGHTS, PRIVILEGES AND  
IMMUNITIES OF CORPORATION FOR PROFIT.

ARTICLE I

THE NAME OF THE CORPORATION SHALL BE BKA SALES & MARKETING,  
INC. ITS BUSINESS SHALL BE CARRIED AT MIAMI, FLORIDA, AND AT SUCH  
OTHER POINTS OR PLACES IN THE STATE OF FLORIDA AND IN THE UNITED  
STATES AND FOREIGN COUNTRIES AS MAY, FROM TIME TO TIME, BE  
AUTHORIZED BY THE BOARD OF DIRECTORS. ITS PRINCIPAL OFFICE SHALL  
BE AT 16045 S.W. 89th AVENUE/ROAD, MIAMI, FLORIDA, 33157.

ARTICLE II

THE GENERAL NATURE OF THE BUSINESS OR BUSINESSES TO BE  
TRANSACTIONED IS AS FOLLOWS:

SECTION I: THAT OF MANUFACTURER'S REPRESENTATIVES GENERAL  
MERCHANDISE.

SECTION II: THAT OF PURCHASING, LEASING, RENTING, SELLING HOLDING AND OTHERWISE ACQUIRING AND DISPOSING OF REAL ESTATE AND PERSONAL PROPERTY, BOTH TANGIBLE AND INTANGIBLE, AND CHOOSES IN ACTION EITHER AS OWNER, BROKER AGENT OR FACTOR.

SECTION III: IN THE PURCHASE OR ACQUISITION OF PROPERTY, BUSINESS RIGHTS OR FRANCHISES, OR FOR ADDITIONAL WORKING CAPITAL OR FOR ANY OTHER OBJECT IN OR ABOUT ITS BUSINESS OR AFFAIRS, AND WITHOUT LIMIT AS TO AMOUNT, TO INCUR DEBTS, AND TO RAISE, BORROW AND SECURE THE PAYMENT OF MONEY IN ANY LAWFUL MANNER, INCLUDING THE ISSUE AND SALE OR OTHER DISPOSITION OF BONDS, WARRANTS, DEBENTURES, OBLIGATIONS, NEGOTIABLE AND TRANSFERABLE INSTRUMENTS AND EVIDENCE OF INDEBTEDNESS OF ALL KINDS, WHETHER SECURED BY MORTGAGE, PLEDGE, DEED OF TRUST, OR OTHERWISE.

SECTION IV: THIS CORPORATION SHALL HAVE ALL THE GENERAL POWERS, TOGETHER WITH ALL THE ADDITIONAL AND SPECIFIC POWERS GRANTED BY THE LAWS OF THE STATE OF FLORIDA, AS WELL AS ALL IMPLIED POWERS IN CARRYING OUT THE FOREGOING EXPRESSED POWERS.

SECTION V: THE FOREGOING CLAUSES SHALL BE CONSTRUED BOTH AS OBJECTS AND POWERS, BUT NO RECITATION, EXPRESSION OR DECLARATION OR SPECIFIC OR SPECIAL POWERS OR PURPOSES HEREIN ENUMERATED SHALL BE DEEMED TO BE EXCLUSIVE, BUT IT IS HEREBY EXPRESSLY DECLARED THAT ALL OTHERS LAWFUL POWERS PERMITTED TO CORPORATIONS FOR PROFIT ARE HEREBY INCLUDED.

ARTICLE III

THE MAXIMUM NUMBER OF SHARES OF STOCK THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY TIME SHALL BE 500 SHARES OF \$1.00 PAR VALUE.

ARTICLE IV

THIS CORPORATION SHALL BEGIN BUSINESS WITH A CAPITAL OF NOT LESS THAN (\$500.00) FIVE HUNDRED DOLLARS.

ARTICLE V

THIS CORPORATION SHALL EXIST PERPETUALLY

ARTICLE VI

THE PRINCIPAL PLACE OF BUSINESS OF THIS CORPORATION SHALL BE LOCATED IN MIAMI, FLORIDA, AND IT MAY HAVE SUCH OTHER PLACES OF BUSINESS, BOTH WITHIN AND OUTSIDE THE STATE OF FLORIDA AND IN FOREIGN COUNTRIES, AS MAY BE NECESSARY OR CONVENIENT.

ARTICLE VII

THE BUSINESS OF THIS CORPORATION SHALL BE CONDUCTED BY A BOARD OF DIRECTORS OF NOT LESS THAN ONE (1) DIRECTOR, THE EXACT NUMBER OF DIRECTORS TO BE FIXED BY THE BY-LAWS OF THIS CORPORATION.

ARTICLE VIII

THE NAME AND ADDRESSES OF THE FIRST BOARD OF DIRECTORS OF THIS CORPORATION, WHO SHALL HOLD OFFICE UNTIL ORGANIZATION MEETING OF THIS CORPORATION, AND UNTIL THEIR SUCCESSORS ARE ELECTED AND HAVE QUALIFIED ARE JORGE & EMELINA L. FERNANDEZ AT 16045 S.W. 89th AVENUE/ROAD, MIAMI, FLORIDA 33157.

THE OFFICES TO BE HELD BY THE ABOVE NAMED DIRECTOR IS AS FOLLOWS:

JORGE FERNANDEZ - PRESIDENT

EMELINA L. FERNANDEZ - VICE PRESIDENT

ARTICLE IX

THE NAMES AND POST OFFICE ADDRESSES OF EACH SUBSCRIBER OF THESE ARTICLES OF INCORPORATION, AND A STATEMENT OF THE NUMBER OF SHARES OF STOCK WHICH EACH AGRESS TO TAKE IS AS FOLLOWS:

<u>NAME</u>	<u>ADDRESS</u>	<u>NO.SHARES</u>	<u>VALUE</u>
JORGE FERNANDEZ	16045 S.W. 89th AVENUE/ROAD 250 MIAMI, FLORIDA 33157	250	\$250.00
EMELINA L. FERNANDEZ	16045 S.W. 89th AVENUE/ROAD 250 MIAMI, FLORIDA 33157	250	\$250.00

ARTICLE X

THE PROVISION OF THIS CHARTER, AND EACH AND EVERY ARTICLE AND SECTION HEREOF, AND THE BY-LAWS OF THIS CORPORATION SHALL BE CONSIDERED A PART OF EVERY CONTRACT AND TRANSACTION TO WHICH THIS CORPORATION SHALL BE A PARTY. EVERY PERSON, ASSOCIATION AND/OR CORPORATION DEALING WITH THIS CORPORATION IN HEREBY CHARGED WITH NOTICE AND KNOWLEDGE OF THIS CORPORATION.

IN WITNESS WHEREOF, WE HAVE HEREUNTO SET OUR HANDS AND SEALS  
THIS 9th DAY OF DECEMBER A.D. 1999.

*Jorge Fernandez* (SEAL)  
*Emelina Fernandez* (SEAL)

STATE OF FLORIDA

COUNTY OF DADE

BEFORE ME, THE UNDERSIGNED AUTHORITY, PERSONALLY APPEARED JORGE FERNANDEZ & EMELINA L. FERNANDEZ TO ME WELL KNOWN TO BE THE PERSON DESCRIBED IN AND WHO EXECUTED AND SUBSCRIBED TO THE FOREGOING ARTICLES OF INCORPORATION AND THEY ACKNOWLEDGE, BEFORE ME, THAT THEY EXECUTED THE SAME AND SUBSCRIBED TO THE SAME FOR THE PURPOSES THEREIN EXPRESSED.

WITNESS MY HAND AND OFFICIAL SEAL AT MIAMI, FLORIDA SAID STATE AND COUNTY, THIS 9th DAY OF DECEMBER A.D. 1999.

*Y. Dominguez*  
NOTARY PUBLIC, STATE OF FLORIDA

MY COMMISSION EXPIRES:



Y. Dominguez  
MY COMMISSION # CC579042 EXPIRES  
August 22, 2000  
BONDED THRU TROY FAIN INSURANCE, INC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED.

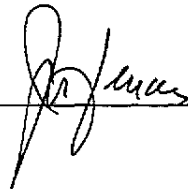
IN PURSUANCE OF CHAPTER 48.091, FLORIDA STATUTES, THE  
FOLLOWING IS SUBMITTED, IN COMPLIANCE WITH SAID ACT:

FIRST THAT BKA SALES & MARKETING, INC., DESIRING TO ORGANIZED  
UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL OFFICE,  
AS INDICATED IN THE ARTICLES OF INCORPORATION AT CITY OF MIAMI,  
COUNTY OF DADE, STATE OF FLORIDA.  
HAS NAMED JORGE FERNANDEZ LOCATED AT 16045 S.W. 89th AVENUE/ROAD,  
CITY OF MIAMI, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE  
OF PROCESS WITHIN THIS STATE.

ACKNOWLEDGEMENT:

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE  
STATE CORPORATION, AT PLACE DESIGNATED IN THIS CERTIFICATE, I  
HEREBY ACCEPT TO ACT IN THIS CAPACITY, AND AGREE TO COMPLY WITH  
THE PROVISION OF SAID ACT RELATIVE TO KEEPING OPEN SAID OFFICE.

BY



FILED  
99 DEC 10 AM 9:  
SECRETARY OF STATE  
TALLAHASSEE FLOR