

PO 2000015234  
TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT:

BELA, CORP.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

500004883985--  
-02/06/02--01082--005  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate of Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☒ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

ADDITIONAL COPY REQUIRED

FROM:

VINICIUS WOLFF

Name (Printed or typed)

7286 BIRD ROAD

Address

MIAMI FL 33155

City, State & Zip

305-2674400

Daytime Telephone number

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

02 FEB -6 PM 12:00

FILED

NOTE: Please provide the original and one copy of the articles.

Ps 2/11/02

# ARTICLE OF INCORPORATION

**BELA, CORP.**

**FILED**

02 FEB -6 PM 12:01

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## **Article I**

### NAME OF CORPORATION

The name of this corporation shall be:

**BELA, CORP.**

With the principal place of business located at:

7286 Bird Road

Miami, FL 33155

## **Article II**

### GENERAL NATURE OF BUSINESS

The general nature of the business to be transacted by this Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida.

## **Article III**

### CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of Common Stock, par value \$0.01 (one U.S. cent) per share.

## **Article IV**

### PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash or any new common stock of this Corporation, shall have the right to purchase their pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

## **Article V**

### INITIAL REGISTERED OFFICE

The street address of the registered office of this Corporation is:

7286 Bird Road

Miami, FL 33155

The name of the initial REGISTERED AGENT of this Corporation is:

VINICIUS WOLFF

**Article VI**  
**INITIAL BOARD OF DIRECTORS**

This Corporation shall have 2 Director(s) initially, the number of Directors may be either increased or diminished from time to time the bylaws, but shall never be less than one (1).

The initial Director(s) of this Corporation is/are:

Vinicius Wolff  
Susana Wolff

**Article VII**  
**INCORPORATOR**

The name and address of the person signing this article is:

VINICIUS WOLFF  
7286 Bird Road  
Miami, FL 33155

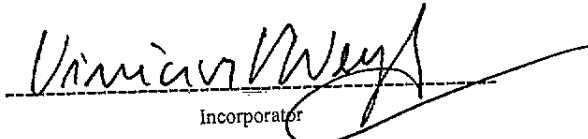
**Article VIII**  
**MANAGEMENT OF CORPORATION SHAREHOLDERS**

All Corporate powers shall be exercised by or under the authority of, and the business and affairs of this Corporation shall be managed under the Director of, shareholders of this Corporation.

**Article IX**  
**BY LAWS**

The power to adopt, alter, amend or repeal by-laws shall be vested en the BOARD OF DIRECTORS and the SHAREHOLDER.

IN WITNESS WHEREOF, The undersigned incorporator has executed these Article of Incorporation this 2nd Day of February of 2002.

  
\_\_\_\_\_  
Incorporator

FILED

02 FEB -6 PM 12: 01

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING THE ADDRESS AND AN AGENT UPON WHOM  
PROCESS MAY BE SERVED

WITNESSETH:

That BELA CORP. desiring to organize under the laws of the State of Florida, which will  
have its principal office in the County of Miami Dade, State of Florida has appointed:

VINICIUS WOLFF

As its agent accept service of process within the State.

ACKNOWLEDGMENT:

Having been named by the first Board of Directors of:

BELA CORP.

To accept service of process for the above stated Corporation at the place designated in  
this Certificate, I hereby agree to act in the capacity of Registered Agent for said  
Corporation, and agree to comply with the applicable provision of the Florida Statutes.

This 2<sup>nd</sup> day of February, 2002

  
Registered Agent

STATE OF FLORIDA)  
COUNTY OF DADE )

BEFORE ME, A NOTARY PUBLIC AUTHORIZED TO TAKE ACKNOWLEDGMENTS IN STATE  
AND COUNTY SET FORTH ABOVE, PERSONALLY APPEARED.


BELA, CORP.

KNOWN TO ME TO BE THE PERSON WHO EXECUTED THE FOREGOING ARTICLES OF  
INCORPORATION, AND HE ACKNOWLEDGED BEFORE ME THAT HE EXECUTED SAME.

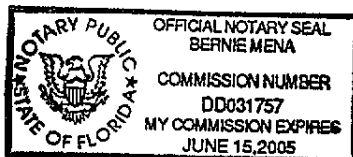
IN WITNESS WHEREOF, I HAVE HEREUNDER SET MY HAND AND AFFIXED MY OFFICIAL  
SEAL,

IN THE STATE AND COUNTY AFORESAID

THIS 2<sup>nd</sup> DAY OF FEBRUARY, 2002

  
\_\_\_\_\_  
NOTARY PUBLIC  
STATE FLORIDA AT LARGE

My commission expires:



PERSONALLY KNOWN