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#### FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

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LEFARIMENT OF STATE TO DIVISION OF COAL GRATLING TALLAHASSEF, FLORIDA

December 16, 2003

MARIA DEL CARMEN LOHNANN 2ND ML 10773 NW 58TH ST MIAMI, FL 33178

SUBJECT: TERRA DORADA, INC. Ref. Number: W03000036837

We have received your document for TERRA DORADA, INC. 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 must list the corporation's principal office and/or a mailing address in the document.

An effective date <u>may</u> be added to the Articles of Incorporation <u>if a 2004 date is needed</u>, otherwise the date of receipt will be the file date. <u>A separate article must be added to the Articles of Incorporation for the effective date.</u>

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) 245-6855.

Tammy Hampton Document Examiner New Filings Section

Letter Number: 903A00065618



#### FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

December 5, 2003

MARIA DEL CARMEN LOHNANN P O BOX 308 MIAMI, FL 33178

SUBJECT: TERRA DORADA, INC. Ref. Number: W03000036837

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

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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) 487-6052.

Tammy Hampton Document Examiner New Filings Section

Letter Number: 903A00065618

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# ARTICLES OF INCORPORATION of

## Terra Dorada, Inc.

SECRETART UT STATE TALLAHASSEE, FLORIDA

ARTICLE 1 - NAME

THE NAME OF THIS CORPORATION IS:

Terra Dorada, Inc.

**ARTICLE II - DURATION** 

THE DURATION OF THIS CORPORATION SHALL BE NINETY-NINE (99) YEARS, COMMENCING WITH THE DATE AND TIME OF THE FILING OF THE ARTICLES OF INCORPORATION BY THE FLORIDA DEPARTMENT OF STATE.

ARTICLE III - PURPOSE

THE PURPOSE FOR WHICH THIS CORPORATION IS ORGANIZED INCLUDES THE TRANSACTION OF ANY AND ALL LAWFULL BUSINESS FOR WHICH A CORPORATION MAY BE INCORPORATED UNDER THE STATE OF FLORIDA.

ARTICLE IV - CAPITAL STOCK

THIS CORPORATION IS AUTHORIZED TO ISSUE SIXTY (60) SHARES OF STOCK OF NO PER VALUE.

ARTICLE V - VOTING RIGHTS

EXCEPT AS OTHERWISE PROVIDED BY LAW, THE ENTIRE VOTING POWER FOR THE ELECTION OF DIRECTORS AND FOR ALL OTHER PURPOSES SHALL BE VESTED EXCLUSIVELY IN THE HOLDERS OF THE OUTSTANDING COMMON SHARES.

C.L. BO

#### ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

THE PRINCIPAL ADDRESS OF THE INITIAL REGISTERED AGENT OF THIS CORPORATION IS:

6040 North Waterway Drive, Miami, Florida 33155

AND THE NAME OF THE INITIAL REGISTERED AGENT FOR THIS CORPORATION IS:

Alexis NEGRO

. \*

ARTICLE VII - INITIAL BOARD OF DIRECTORS

THIS CORPORATION SHALL HAVE TWO DIRECTORS INITIALLY. THE NUMBER OF DIRECTORS MAY BE EITHER INCREASED OR DIMINISHED FROM TIME TO TIME BY THE BY-LAWS, BUT SHALL NEVER BE LESS THAN ONE (1). THE NAMES AND ADDRESS OF THE INITIAL DIRECTORS ARE:

# MARIA DEL CARMEN LOHNANN GISELE MARIE BETTINI

10773 N.W. 58th Street, Miami, FL 33178

ARTICLE VIII - INCORPORATORS

THE NAMES AND ADDRESS OF THE PERSONS SIGNING THESE ARTICLES ARE:

MARIA DEL CARMEN LOHNANN GISELE MARIE BETTINI

10773 N.W. 58th Street, Miami, FL 33178
C. ∠. < ♡>

(III)

#### ARTICLE IX - BY-LAWS

THE POWER TO ADOPT, ALTER, AMEND OR REPEAL THE BY-LAWS SHALL BE INVESTED IN THE BOARD OF DIRECTORS.

ARTICLE X - POWERS

THIS CORPORATION SHALL HAVE ALL OF THE CORPORATE POWERS ENUMERATED IN THE FLORIDA GENERAL CORPORATION ACT, OR ANY SUCCESSORS THERETO.

IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS:

November 19, 2003

STATE OF FLORIDA **COUNTY OF DADE** 

MARIA DEL CARMEN LOHNANN

GISELE MARIE BETTIN

SWORN TO AND SUBSCRIVED BEFORE ME, THE UNDERSIGNED **AUTHORITY, THIS:** November 19, 2003 Sandra E. Perez

# Terra Dorada, Inc.



10773 N.W. 58th Street Suite # 308 MIAMI, FL 33178

Article of incorporation TERRA DORADA, INC. Document number: W03000036837

### **ADDENDUM**

#### **ERTICLE XI - PRINCIPAL ADDRESS**

The Principal address of the corporation is:

10773 N.W. 58th Street, Suite 308, Miami, FL 33178

MARIA DEL CARMEN LOHNANN DIRECTOR GISELE MARIE BETTINI DIRECTOR (TV)

**ACCEPTANCE** 

THE UNDERSIGNED ACCEPTS APPOINTMENT AS REGISTERED AGENT FOR

Terra Dorada, Inc A FLORIDA CORPORATION.

Alexis NEGRO 6040 North Waterway Drive Miami Florida 33155

November 19, 2003