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To:

Division of Corporations  
Fax Number : (850)205-0381

From:

Account Name : BOSCH ACCOUNTING & TAX SERVICES CORPORATION  
Account Number : I19990000045  
Phone : (954)730-0640  
Fax Number : (954)730-0292

**FLORIDA PROFIT CORPORATION OR P.A.**

**LA CONTRUTTORA, INC.**

Certificate of Status	1
Certified Copy	0
Page Count	03
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**Articles of Incorporation**

The undersigned incorporator(s) for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I - Corporate Name

**LA CONTRUTTORA, INC.**

ARTICLE II - Terms of Existence

This corporation will exist perpetually, unless dissolved according to Florida Law.

ARTICLE III - Nature of Business

This Corporation may engage or transact in any lawful activities permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE IV - Capital Stock

The number of shares of stock that this corporation is authorized to have outstandingly at anyone time is: **1000** shares of common stock having a **\$1.00** par value per share. This corporation will not commence business until at least the **\$1,000.00** have been received by it, as consideration for the issuance of shares.

ARTICLE V - Incorporator

The name, and street address of the incorporator to these Articles of Incorporation are:

**Jairo M. Bosch**  
5440 North State Road 7, Suite 5  
Fort Lauderdale, FL 33319

ARTICLE VI - Initial Registered Agent and Address

The name, and street address of the initial registered agent are:

**Jairo M. Bosch**  
5440 North State Road 7, Suite 5  
Fort Lauderdale, FL 33319

ARTICLE VII - Principal & Mailing Address

The principal address, and mailing address of this corporation are:

21830 Rainberry Park Circle  
Boca Raton, FL 33428

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ARTICLE VIII - Shareholders

The name, and street address of the shareholder to this corporation are:

**Gonzalo M. Meirelles [50.00%]**  
21830 Rainberry Park Circle  
Boca Raton, FL 33428

**Maria S. Meirelles [50.00%]**  
21830 Rainberry Park Circle  
Boca Raton, FL 33428

ARTICLE IX - Officers

The name, and street address of the initial officers to this corporation are:

**Gonzalo M. Meirelles [P/T/D]**  
21830 Rainberry Park Circle  
Boca Raton, FL 33428

**Maria S. Meirelles [V/S/D]**  
21830 Rainberry Park Circle  
Boca Raton, FL 33428

ARTICLE X - Special Provision  
[Losses on Small Business Stock]

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code, and the regulations issued thereunder. The appropriate officers will take such actions, as they are necessary to accomplish this compliance.


ARTICLE XI - Liquidation

In case of any voluntary or involuntary liquidation, dissolution or winding up of this corporation, the assets of the corporation will be paid and distributed according to their shares, to the Shareholder(s).

ARTICLE XII - Indemnification Agreement and Covenant not to Sue

This corporation will indemnify and hold harmless it's Shareholders, Directors, and Officers from any actions they take on behalf of the corporation. If a Shareholder, Director, or Officer is ever sued for actions taken on behalf of the corporation, these provisions require that the corporation be held responsible as agreed upon by the Shareholders, Directors, and Officers.

**IN WITNESS WHEREOF**, the undersigned incorporator has executed these Articles of Incorporation on this 11<sup>th</sup> day of February 2005.

  
\_\_\_\_\_  
Jairo M. Bosch  
Incorporator  
February 11, 2005

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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is:


**LA CONTRUTTORA, INC.**

2. The name, and street address of the registered agent are:


**Jairo M. Bosch**  
5440 North State Road 7, Suite 5  
Fort Lauderdale, FL 33319

3. The principal address, and mailing address of this corporation are:

21830 Rainberry Park Circle  
Boca Raton, FL 33428

Signature:   
Title: Registered Agent  
Date: February 11, 2005

Having been named as registered agent, and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and accept the obligations of my position as registered agent.

Signature:   
Title: Registered Agent  
Date: February 11, 2005

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