P14000079640

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H14000225330 3)))

H140002253303ABCU

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:
Division of Corporations
Fax Number : (850)617-6381

From:
Account Name : ARAZOZA & FERNANDEZ-FRAGA P.A.
Account Number : 076624003440
Phone : (305)444-6226
Fax Number : (305)442-4829

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address: ____________________

14 SEP 25 AM 11:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
APPROVED AND FILED

FLORIDA PROFIT/NON PROFIT CORPORATION
INVICTA CAPITAL USA, INC

Certificate of Status	1
Certified Copy	0
Page Count	04
Estimated Charge	$78.75

14 SEP 25 AM 11:45
RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Electronic Filing Menu   Corporate Filing Menu   Help

H14000225330 3

CERTIFICATE OF INCORPORATION

OF

INVICTA CAPITAL USA, INC

The undersigned incorporators to these articles of incorporation hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I
NAME

The name of this corporation is INVICTA CAPITAL USA, INC.

ARTICLE II
GENERAL NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III
CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a nominal or par value of One ($1.00) Dollar per share. All said shares shall be payable in cash, property, labor or services at a valuation to be fixed by the Board of Directors at a meeting called for that purpose. Property, labor or services may be purchased or paid for with capital stock at a just valuation to be fixed by the Board of Directors.

ARTICLE IV
INITIAL CAPITAL

The amount of capital with which this corporation will begin business is not less than $100.

ARTICLE V
TERM OF EXISTENCE

This corporation is to exist perpetually.

Prepared by:

Carlos F. Arazoza, Esq.
2100 Salzedo Street, Suite 300
Phone: (305) 444-6226
Coral Gables, Florida 33134
Florida Bar Nº 0698806

ARTICLE VI
ADDRESS

The principal office of this corporation in the State of Florida is c/o DIANA DUTRIZ, 92 SW 3rd STREET APT # 3511, MIAMI, FL 33130. The mailing address of this corporation in the State of Florida is: JOSE ALFREDO DUTRIZ, VIP SAL 522, 7801 NW 37th STREET, DORAL, FL 33166-6503. The Board of Directors may from time to time move the principal office to another address in Florida.

ARTICLE VII
DIRECTORS

This corporation shall have not less than one director, however, the number of directors may be increased or diminished from time to time by By-laws adopted by the Stockholders, but shall never be less than one. The name and address of the initial director which shall serve until his replacements assume his position is:

Name	Address
JOSE ALFREDO DUTRIZ	c/o DIANA DUTRIZ 92 SW 3rd STREET APT # 3511 MIAMI FL 33130

ARTICLE VIII
INITIAL OFFICERS

The names offices and addresses of the initial officers which shall serve until their replacements assume their positions are:

Office	Name	Address
President Secretary	JOSE ALFREDO DUTRIZ	c/o DIANA DUTRIZ, 92 SW 3rd STREET APT # 3511 MIAMI FL 33130

ARTICLE IX
INCORPORATOR

The name and mailing address of the incorporator of these articles of incorporation is Carlos F. Arazoza of 2100 SALZEDO STREET, SUITE 300, CORAL GABLES, FL 33134.

ARTICLE X
AMENDMENT

These articles of incorporation may be amended in the manner provided by law. Every

H14000225330 3

amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these articles of incorporation be made.

ARTICLE XI
REGISTERED OFFICE AND REGISTERED AGENT

INVICTA CAPITAL USA, INC, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at the County of Miami-Dade, State of Florida, hereby designates ARAZOZA & FERNANDEZ-FRAGA P.A. as its Registered Agent, to accept services within the State. The registered office of the corporation shall be 2100 SALZEDO STREET, SUITE 300, CORAL GABLES, FL 33134.

WITNESS the hand and seal of the Incorporator in Miami-Dade County, Florida, this 25th day of September, 2014.

The Incorporator:

Carlos F. Arazoza

STATE OF FLORIDA)
) ss:
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 25th day September, 2014, by Carlos F. Arazoza, who is personally known to me.

WITNESS my hand and seal at Coral Gables, Miami-Dade County, Florida this 25th day of September, 2014.

LAURA KOHN
MY COMMISSION # EE 177665
EXPIRES: May 16, 2016
Bonded Thru Notary Public Underwriters

Name: LAURA KOHN
Notary Public, State of Florida at Large

My commission expires:

H14000225330 3

APPROVED AND FILED

14 SEP 25 AM 11: 22

SECRETARY OF STATE TALLAHASSEE, FLORIDA

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:

   INVICTA CAPITAL USA, INC

2. The name and address of the registered agent is:

   ARAZOZA & FERNANDEZ-FRAGA P.A.
   2100 SALZEDO STREET, SUITE 300
   CORAL GABLES, FL 33134

Incorporator:

Carlos F. Arazoza

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 I am familiar with and accept the obligations of my position as registered agent.

Arazoza & Fernandez-Fraga P.A.

By:
Carlos F. Arazoza
Director
September 25, 2014