

P95000031092

W. OFFICES
SMITH & SUPRANKI
PROFESSIONAL ASSOCIATION
BISCAYNE CENTRE, SUITE 700
11000 BISCAYNE BOULEVARD
MIAMI, FLORIDA 33141

JOHN M. SMITH
BOARD CERTIFIED
CIVIL TRIAL LAWYER
LAWIN A. SUPRANKI
BOARD CERTIFIED
REAL ESTATE LAWYER

TELEPHONE
(305) 804-0000
FAX
(305) 804-0000
(305) 804-0000

April 13, 1995

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

900001457909
-04/17/95--01050--001
****122.50 ****122.50

Re: HORIZONTE CORPORATION

Dear Sir or Madam:

Enclosed please find the original and a copy of the Articles of Incorporation for HORIZONTE CORPORATION, along with a check in the amount of \$122.50, payable to Secretary of State.

Please file the original, certifying the copy and sending same back to this office.

Thank you in advance for your courtesy and cooperation in this matter.

Very truly yours,

Erica M. Lamb

Erica M. Lamb,
Legal Secretary

/el
Enclosure

9/84/20
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 APR 17 PM 2:01

ARTICLES OF INCORPORATION
OF
HORIZONTE CORPORATION

I, the undersigned incorporator of this corporation, under Florida Statutes 607, as amended, adopt the following Articles of Incorporation.

ARTICLE I
NAME

The name of this corporation is: HORIZONTE CORPORATION. The principal place of business of this corporation shall be at 11900 Biscayne Boulevard, Suite 760, Miami, Florida 33181.

ARTICLE II
NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is to engage in any lawful activity for which corporations may be organized under the laws of the State of Florida.

ARTICLE III
CAPITAL STOCK

The maximum number of shares of stock which this corporation is authorized to have at any one time is One Hundred (100) shares of common stock of Five (\$5.00) Dollars par value.

ARTICLE IV
CAPITALIZATION

The minimum amount of capital with which the corporation will commence is Five Hundred Dollars (\$500.00).

FILED
SECRETARY OF STATE
DIVISION OF CORPORATION
95 APR 17 PM 2:01

ARTICLE V
VOTING

Except as otherwise provided by law, the entire voting power for all purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI
DURATION

The number of directors of the corporation shall not be more than ten, as voted upon by the shareholders of the corporation.

ARTICLE VII
DIRECTORS

The name and address of the members of the first board of directors who, subject to the provisions of the Certificate of Incorporation, the By-Laws and Corporation laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until their successor(s) are elected and have qualified, are:

NAME

ADDRESS

Jose Tenenbaum

La Madrid 844,
La Locacidadde Moron
Prov. de Buenos Aires
Argentina 1708 6294056

Clara Moscovich de Tenenbaum

La Madrid 844,
La Locacidad de Moron
Prov. de Buenos Aires
Argentina 1708 6294056

Leon Tenenbaum

La Madrid 844,
La Locacidad de Moron
Prov. de Buenos Aires
Argentina 1708 6294056

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 APR 17 PM 2:01

Sergio Gabriel Tenenbaum La Madrid 844,
La Locacidad de Moron
Prov. de Buenos Aires
Argentina 1708 6294056

Sandra Tenenbaum La Madrid 844,
La Locacidad de Moron
Prov. de Buenos Aires
Argentina 1708 6294056

Marcelo Gustavo Tenenbaum La Madrid 844,
La Locacidad de Moron
Prov. de Buenos Aires
Argentina 1708 6294056

Karina Elizabeth Tenenbaum La Madrid 844,
La Locacidad de Moron
Prov. de Buenos Aires
Argentina 1708 6294056

ARTICLE VIII
OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successor(s) are elected or appointed are:

| <u>NAME</u> | <u>ADDRESS</u> |
|--|--|
| President Jose Tenenbaum | La Madrid 844, Moron La Locacidad de Moron Prov. de Buenos Aires Argentina 1708 6294056 |
| Vice President Clara Moscovich de Tenenbaum | La Madrid 844, Moron La Locacidad de Moron Prov. de Buenos Aires Argentina 1708 6294056 |
| Secretary Leon Tenenbaum | La Madrid 844, Moron La Locacidad de Moron Prov. de Buenos Aires Argentina 1708 6294056 |

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 APR 17 PM 2:01

Treasurer
Sandra Tenenbaum

La Madrid 844, Moron
La Locacidad de Moron
Prov. de Buenos Aires
Argentina 1708 6294056

Assistant Secretary
Karina Elizabeth Tenenbaum

La Madrid 844, Moron
La Locacidad de Moron
Prov. de Buenos Aires
Argentina 1708 6294056

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 APR 17 PM 2:01

ARTICLE IX
PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE X
TRANSFER OF SHARES

No shareholder may transfer or otherwise dispose of his interest in the corporation without first permitting the remaining shareholders a right of first refusal commensurate with their respective proportional shareholder interest in the corporation. Should any shareholder desire not to exercise the right of first refusal, any remaining shareholder shall be entitled to a right of second refusal as to the first shareholder's exercisable interest of right of first refusal. Value of the stock shall be determined by a disinterested appraiser.

ARTICLE XI
INITIAL REGISTERED AGENT/OFFICE

The name and address of the initial registered agent of this corporation Is Jose Smith, Smith & Supraski, P.A., 11900 Biscayne Boulevard, Suite 760, Miami, Florida 33181.

**ARTICLE XII
INCORPORATOR**

The name and address of the subscriber of these Articles of Incorporation is:

NAME

Jose Smith

ADDRESS

11900 Biscayne Boulevard
Suite 760
Miami, Florida 33181

**ARTICLE XIII
INDEMNIFICATION**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 APR 17 PM 2:01

The subscriber, along with the officer and director of the corporation shall be indemnified and held harmless by the corporation from and against any and all claims, losses, costs, liability or expense incurred by him or her in connection with or resulting from any claim, action, suit or proceeding, in which he or she may become involved, as a party or otherwise, by reason of his or her being or having been a director, officer or employee of the corporation, whether or not he or she continues to be such at the time such loss, costs, liability or expense is imposed or incurred, except with regard to matters as to which any such director, officer or employee is found guilty of gross negligence or willful misconduct in the performance of his or her duty.

Expenses (including attorney's fees) incurred in defending any claim, action, suit or proceeding may be paid by the corporation in advance of the final disposition of such proceeding.

Dated this 13th day of April, 1995.



JOSE SMITH, ESQ.


STATE OF FLORIDA)

)ss:

COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 13th day of

April, 1995, by JOSE SMITH, ESQ., who is personally known to me or
who has produced FL. Drivers Lic. as identification and who did ☒ did not ☐ take an
oath.



Notary Public, State of Florida

My Commission Expires:

GLORIA SALOM

Print Name of Notary Public



GLORIA SALOM
MY COMM EXP 5/12/96
BONDED BY SERVICE INS.
NO. CC200828

FILED
SECRETARY OF STATE
DIVISION OF CONCORDANCE
95 APR 17 PM 2:01

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT
UPON WHOM, PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING
IS SUBMITTED:

FIRST -- THAT HORIZONTE CORPORATION, DESIRING TO ORGANIZE OR
QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE
OF BUSINESS LOCATED AT 11900 BISCAYNE BOULEVARD, SUITE 760, MIAMI,
FLORIDA 33181, HEREBY NAMES JOSE SMITH, ESQ., SMITH & SUPRASKI, P.A., 11900
BISCAYNE BOULEVARD, SUITE 760, MIAMI, FLORIDA 33181, AS ITS AGENT TO
ACCEPT SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA.


JOSE SMITH, ESQ

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND
COMPLETE PERFORMANCE OF MY DUTIES.


JOSE SMITH, ESQ.
REGISTERED AGENT
DATED: 4/13/95