

2/28/96

FLORIDA DIVISION OF CORPORATIONS

11:56 AM

((H9600002825))

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TO: DIVISION OF CORPORATIONS

FROM: EMPIRE CORPORATE COMPANY

DEPARTMENT OF STATE

1492 W FLAGLER ST

STATE OF FLORIDA

SUITE 200

405 EAST TOWN SQUARE

MIAMI FL 33135-1000

TALLAHASSEE, FL 32399

CONTACT: RAY STORMONT

FAX: (904) 492-4000

PHONE: (305) 541-3804

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: OATATUMBO CORPORATION

FAX AUDIT NUMBER: H96000002825

CURRENT STATUS: REQUESTED

DATE REQUESTED: 02/28/1996

TIME REQUESTED: 11:56:45

CERTIFIED COPIES: 0

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 4

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FEB 28 AM 11:57  
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TALLAHASSEE, FLORIDA

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*2/28/96*  
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26 FEB 28 PM 11:12

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FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

February 28, 1996

EMPIRE CORPORATE KIT COMPANY  
1492 W FLAGLER ST STE 200  
MIAMI, FL 33135

SUBJECT: CATATUMBO COPORATION  
REF: W96000004500

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name DOES NOT constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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Terri Buckley  
Corporate Specialist

FAX Aud. #: H96000002825  
Letter Number: 096A00008761

*name conflict in RA*

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95 FEB 28 AM 11:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**

**OF**

CATATUMBO CORPORATION.

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

**ARTICLE I NAME**

The name of the corporation shall be: CATATUMBO CORPORATION.

The principal place of business of this corporation shall be:  
419 Alhambra Circle., Coral Gables Fl 33134

**ARTICLE II NATURE OF BUSINESS**

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

**ARTICLE III CAPITAL STOCK**

The aggregate number of shares of stock and its par value that this corporation is 1000 @ \$1.0 authorized to have outstanding at any one time is: ONE THOUSAND @ \$1.00 (ONE DOLLAR)

**ARTICLE IV TERM OF EXISTENCE**

This corporation is to exist perpetually.

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**ARTICLE V OFFICERS DIRECTORS**

The name(s) and street address(es) of the initial officer(s) and directors(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

EDWARD TAN, PRESIDENT	419 Alhambra Circle Coral Gables Fl 33134
ARMANDO SIGNINI, TREASURER & SECRETARY	419 Alhambra Circle Coral Gables Fl 33134
MOIRA RAUCH, VICE-PRESIDENT	419 Alhambra Circle Coral Gables Fl 33134

**ARTICLE VI INCORPORATOR(S)**

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

EDWARD TAN	419 Alhambra Circle Coral Gables Fl 33134
ARMANDO SIGNINI	419 Alhambra Circle Coral Gables Fl 33134

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 26 day of February, 1996

Signature(s) of Incorporator(s)

*Edward Tan*  
 \_\_\_\_\_  
 EDWARD TAN

*Armando Signini*  
 \_\_\_\_\_  
 ARMANDO SIGNINI

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# CERTIFICATE DESIGNATING REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325 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: CATATUMBO CORPORATION

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

MOIRA RAUCH


419 Alhambra Circle

(P.O. BOX NOT ACCEPTABLE)

Coral Gables Fl 33134

(CITY/STATE/ZIP)

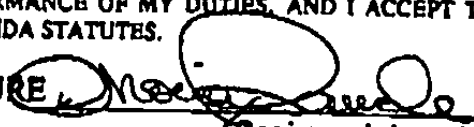
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TALLAHASSEE, FLORIDA

SIGNATURE   
(Corporate Officer)

TITLE \_\_\_\_\_

DATE February 26, 1996

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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE   
(Registered Agent)

DATE February 26, 1996

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(((H97000009866 9)))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY  
CONTACT: RAY STORMONT  
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: CATATUMBO CORPORATION  
AUDIT NUMBER.....H97000009866  
DOC TYPE.....DISSOLUTION  
CERT. OF STATUS..0  
CERT. COPIES.....0

PAGES..... 2  
DEL.METHOD.. FAX  
EST.CHARGE.. \$35.00

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DIVISION OF CORPORATIONS

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97 JUN 16 PM 4:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

6/17/97

Voluntarily Dissolved [Signature]

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ARTICLES OF DISSOLUTION

FILED  
97 JUN 16 PM 4: 16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to section 607.1403, Florida Statutes, the undersigned corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: CATATUMBO CORPORATION  
PAU 0000 21721

SECOND: The date dissolution was authorized: May 19, 1997

THIRD: Adoption of Dissolution (check one)

Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

Dissolution was approved by vote of the shareholders through voting groups.  
*(The following statements must be separately provided for each voting group entitled to vote separately on the plan to dissolve)*

The number of votes cast for dissolution was sufficient for approval by

Majority \_\_\_\_\_ (voting group).

Signed this 16 day of June, 19 97

Catatumbo Corporation  
(Corporation Name)

By Edward Tan  
(Chairman or Vice Chairman of the Board, President, or other officer)

EDWARD TAN  
(Typed or printed name)

President  
(Title)

JOSE NAE, ACCT.  
ACCOUNTANT & MANAGEMENT  
3899 N.W. 7th St. # 203  
Miami, FL 33126  
(305) 541.3980

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