

# N05000012283

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**FLORIDA NON-PROFIT CORPORATION**

**MONTEVERDI, INC.**

Certificate of Status	0
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Page Count	06
Estimated Charge	\$78.75

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*Ana Guerra*



December 6, 2005

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

EMPIRE

SUBJECT: MONTEVERDI TRUSTEES, INC.  
REF: W05000053873

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

Please accept our apology for failing to mention this in our previous letter.

The purpose contained in your articles of incorporation should be more specific. Please correct your articles to reflect the specific purpose for which the corporation is being organized.

An effective date may be added to the Articles of Incorporation if a 2006 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

If you have any further questions concerning your document, please call (850) 245-6962.

Valerie Herring  
Document Specialist  
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ARTICLES OF INCORPORATION  
OF  
MONTEVERDI TRUSTEES, INC.

ARTICLE I

NAME

The name of the Corporation is MONTEVERDI TRUSTEES, INC., a corporation not for profit.

ARTICLE II

TERM OF CORPORATE EXISTENCE

The Corporation shall exist perpetually unless dissolved according to law and such existence shall commence at the time of the filing of these Articles of Incorporation by the Department of State. The principal place of business of this corporation is: 520 Brickell Key Drive, Suite O-305, Miami, Florida 33131.

ARTICLE III

PERMITTED ACTIVITY

The Corporation may engage in any activity for any lawful purpose not for pecuniary profit, as permitted under the laws of the United States and of the State of Florida.

Prepared by:  
MARCO E. ROJAS, ESQ.  
Fla. Bar No. 0940453  
FREEMAN, HABER, ROJAS & STANHAM, LLP.  
520 Brickell Key Drive, O-305  
Miami, Florida 33131

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ARTICLE IV

ELECTION OF DIRECTORS

The manner in which the election of directors will be held will be stated in the corporate bylaws.

ARTICLE V

REGISTERED OFFICE AND AGENT

The initial registered office of the Corporation is 520 Brickell Key Drive, Suite 0-305, Miami, Florida 33131. The initial Registered Agent at that address is Transglobal Corporate Administration, LLC.

ARTICLE VI

DIRECTORS

The business of the Corporation shall be managed by a Board of Directors consisting of not fewer than three persons, the exact number to be determined from time to time in accordance with the By-Laws.

The names and addresses of the first Directors of the Board of Directors who shall serve until the first annual meeting or until their successors are elected and qualified shall be:

Julio Cesar Salazar	520 Brickell Key Drive
	Suite 0-305
	Miami, Florida 33131

Santiago Cuartas                      same as above  
Marco E. Rojas                      same as above

#### ARTICLE VII

##### INCORPORATOR

The name and address of the incorporator is: Marco E. Rojas,  
520 Brickell Key Dr., Suite O-305, Miami, Florida 33131.

#### ARTICLE VIII

##### INDEMNIFICATION

Every person now or hereafter serving as director, officer or employee of the Corporation shall be indemnified and held harmless by the Corporation from and against any and all loss, cost, liability and expense that may be imposed upon or incurred by him in connection with or resulting from any claim, action, suit or proceeding, in which he may become involved, as a party or otherwise, by reason of his being or having been a director, officer or employee of the Corporation, whether or not he continues to be such at the time such loss, cost, liability or expense shall have been imposed or incurred, except with regard to matters as to which any such director, officer or employee shall be adjudged in any claim, action, suit or proceeding to be liable for his own gross negligence or willful misconduct in the performance of duty.

Expenses (including attorneys' fees) incurred in defending any claim action, suite or proceeding may be paid by the Corporation in advance of the final disposition of such a proceeding.

IN WITNESS WHEREOF, I have signed these Articles of  
Incorporation this 5<sup>th</sup> day of December, 2005.



MARCO E. ROJAS

STATE OF FLORIDA    )  
                              )  
COUNTY OF DADE    )

BEFORE ME, the undersigned authority, personally appeared  
MARCO E. ROJAS, personally known to me to be the person who  
executed the foregoing Articles of Incorporation and he  
acknowledged before me according to law, that he made and  
subscribed the same for the purpose therein mentioned and set  
forth.

WITNESS my hand and official seal in the County and State  
named above this 5<sup>th</sup> day of December, 2005.

My commission expires:



Notary Public - State of Florida



ANA C. GUENAGA  
MY COMMISSION # 00245153 EXPIRES  
August 24, 2007  
BONDING THROUGH TROYAN INSURANCE, INC.

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## CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE


Pursuant to the provisions of Section 617.0501, 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: MONTEVERDI TRUSTEES, INC.
2. The name and address of the Registered agent and office is: Transglobal Corporate Administration, LLC, 520 Brickell Key Drive, Suite O-305, Miami, Florida 33131.

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 agreed 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.

Signature: TRANSGLOBAL CORPORATE ADMINISTRATION, LLC

Print:

  
 Marco E. Rojas, Manager

Date: 5<sup>th</sup> day of December, 2005

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