

Division of Corporations

NO7000010386

Florida Department of State
Division of Corporations
Public Access System

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.

((H07000262061 3)))



H070002620613ABCY

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 : FASTKIT CORPORATE OUTFITS
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

FILED
07 OCT 23 PM 3:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT/NON PROFIT CORPORATION

PROMARINA-PERU USA, Inc.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

Electronic Filing Menu

Corporate Filing Menu

Help

ARTICLES OF INCORPORATION OF
PROMARINA PERU USA, INC.

ARTICLE I NAME

The name of this corporation is PROMARINA PERU USA, INC.

ARTICLE II DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III PURPOSE

The purpose for which this corporation is organized as all non-profit purposes permitted under 26 U.S.C. §501(c)(3). Specifically, but not limited, this corporation will be involved in help Peruvian marines and school ships in United States providing education assistance, advise and the acquisition of necessary goods.

ARTICLE IV CAPITAL STOCK

This corporation shall issue no stock.

ARTICLE V LOCATION

The Street, Address, City, County and State in which the principal offices of the corporation are to be located are, 7600 SW 57th Ave. Ste.304, S.Miami, Dade County, Florida 33143. The Board of Directors may from time to time designate such other address and place for the principal office of this corporation as it may see fit.

FILED
07 OCT 23 PM 3 05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI INITIAL BOARD OF DIRECTORS

This corporation shall have four (4) Directors initially. The number of Directors may be increased or diminished from time to time in accordance with By Laws adopted by the members. The names and addresses of the initial Board of Directors of this corporation are:

NAME	ADDRESS
Aldo F. Berti President	7600 SW 57 th Ave. Ste. 304 S.Miami, FL 33143
Roberto C. Polanco Vice President	11760 SW 40th Street, Ste 311 Miami, FL 33175
Humberto Bogani Secretary	11348 Quail Roost Dr Miami, FL 33157
Patricio Villaran Treasurer	9935 NW 45 th ST. No. 103 Miami, FL 33178

ARTICLE VII INCORPORATORS

The name and street addressees of the incorporators are:

NAME	ADDRESS
Aldo F. Berti	7600 SW 57 th Ave. Ste. 304 S.Miami, FL 33143
Roberto C. Polanco	11760 SW 40th Street, Ste 311 Miami, FL 33175
Humberto Bogani	11348 Quail Roost Dr Miami, FL 33157
Patricio Villaran	9935 NW 46 th ST. No. 103 Miami, FL 33178

ARTICLE VIII AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, and approved by the majority of the members at a General Assembly meeting, unless all the Directors sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation is made.

ARTICLE IX LIMITATIONS

1. No part of the net earnings of this corporation shall inure to the benefit of or be distributed to its members, directors, officers or other private person except that this corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in this article.

2. No substantial part of the activities of this corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation. This corporation shall not participate or intervene in any political campaign on behalf of any candidate for public office, including the publishing or distribution of statements.

3. No withstanding any other activities not permitted to be carried on by a corporation exempt from federal income tax under §501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law, or by a corporation, contributions to which are deductible under §170(c)(2) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law.

ARTICLE X DISSOLUTION

On the dissolution of this corporation, the board of directors shall dispose of all of the assets of this corporation exclusively for the purposes of this corporation in the manner of the organizations that are organized and operated exclusively for charitable, educational, religious or scientific purposes and that shall at the time qualify as exempt organizations under §501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law, after paying or making provisions for the payment of all liabilities of this corporation. Any assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county where the principal office of this corporation is then located exclusively for the purpose or to the organizations that the court determines are organized and operate exclusively for charitable, educational, religious or scientific purposes.

ARTICLE XI MEMBERS

The qualifications for and manner of admission of members shall be regulated by the bylaws.

ARTICLE XII INITIAL REGISTERED OFFICE AND AGENT

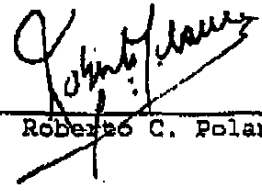
The Street address of the initial registered office of this corporation is 7600 SW 57th Ave. Ste. 304, S. Miami, FL 33143 and the the initial registered agent of this corporation at that address is Aldo F. Berti.

ARTICLE XIII BYLAWS

The bylaws of the corporation shall be adopted by the board of directors.

IN WITNESS WHEREOF, the undersigned being the original incorporators, do make and file these Articles of Incorporation, here by declaring and certifying that the facts herein stated are true and hereunto set our hands and seal this 22nd day of October, 2007.


Aldo F. Berti


Roberto C. Polanco


Humberto Bogani


Patricio Villaran

H07000262061 3

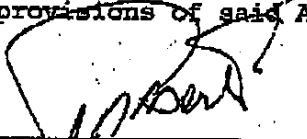
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHO PROCESS
MAY BE SERVED.

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
office/registered agent, in the state of Florida.

1. PROMARINA PERU 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 City of Miami, State of
Florida, has named Aldo F. Berti, located at 7600 SW 57th Ave. Ste.
304, S. Miami, FL 33143, City of Miami, County of Dade, State of
Florida, as its agent to accept service of process within this
State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated
Corporation, at the place designated in this Certificate, I hereby
accept to act in this capacity and agree to comply with the
provisions of said Act relative to keeping open said office.


Aldo F. Berti

FILED
07 OCT 23 PM 3:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H07000262061 3