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**DANIA MEDINA**  
1107 Ponce de Leon  
Coral Gables, Florida 33134

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FBI  
RECEIVED  
TALLAHASSEE, FLORIDA

January 17, 2000

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

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

Re: **RAVENNA CORPORATION**

Dear Sir/Madam:

Enclosed is a duly executed Articles of Incorporation of the above-referenced Florida corporation. Also enclosed is a check in the amount of \$78.75 to cover your filing fees and one certified copy which I would appreciate your mailing to the address on my letterhead.

Thank you for your prompt attention to this matter.

Sincerely,

  
Dania Medina

Enclosures

S. Thompson JAN 31 2000

**ARTICLES OF INCORPORATION**  
**OF**  
**RAVENNA CORPORATION**

00 JAN 24 PM 1:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, hereby adopts the following Articles of Incorporation:

Article I

Name and Principal Place of Business

The name of the corporation is **RAVENNA CORPORATION**.

The corporation's initial principal place of business shall be 1107 Ponce de Leon, Coral Gables, Florida 33134.

Article II

Duration and Existence

This corporation shall exist perpetually. The existence of the corporation shall commence on the date of filing with the Florida Secretary of State.

Article III

Nature of Business

This corporation is organized for the purpose of transacting any or all lawful business, which shall include, but shall not be limited to, the authority to act as a consulting firm for distinguished visitors to the United States and its territories from the private or public sector of any country in the world and to arrange marketing and logistic actions for conferences and/or business events of any kind.

THIS DOCUMENT PREPARED BY:

Astrid Buttari  
8446 S.W. 113 Place  
Miami, Florida 33173  
Tel: (305) 412-3005

#### **Article IV**

##### **Mailing Address**

The initial mailing address of the corporation is 1107 Ponce de Leon, Coral Gables, Florida 33134.

#### **Article V**

##### **Capital Stock**

- (a) **Authorized Capital.** The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is ten thousand (10,000) shares of common stock each having \$0.01 par value.
- (b) **Preemptive Rights.** Shareholders shall have no preemptive rights.
- (c) **Cumulative Voting.** Cumulative voting shall not be permitted.

#### **Article VI**

##### **Initial Registered Office and Agent**

The street address of the initial registered office of this corporation is 1107 Ponce de Leon, Coral Gables, Florida 33134, and the name of the initial registered agent of this corporation at that address is Dania Medina.

#### **Article VII**

##### **Directors**

- (a) **Number.** This corporation shall at all times have a minimum of one (1) director. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one. The name and address of the initial Board of Directors are: Dania Medina, 1107 Ponce de Leon, Coral Gables, Florida 33134.
- (b) **Compensation.** The board of directors is hereby specifically authorized to make provisions for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

## **Article VIII**

### **Indemnification**

This corporation shall indemnify to the fullest extent permitted under and in accordance with the laws of the State of Florida any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative by reason of the fact that he is or was director or officer of this corporation, or is or was serving at the request of this corporation as a director, officer, trustee, employee or agent of or in any other capacity with another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit or proceeding, unless such person breached or failed to perform his duties as an officer, director, employee or agent of this corporation and such breach constitutes:

- (1) a violation of criminal law, unless the director, officer, employee or agent had reasonable cause to believe his conduct was lawful or had no reasonable cause to believe his conduct was unlawful;
- (2) a transaction from which the director, officer, employee or agent derived an improper personal benefit, either directly or indirectly; or
- (3) recklessness or an act or omission which was committed in bad faith or with malicious purpose in a manner exhibiting wanton and willful disregard for human rights, safety, or property.

A judgment or other final adjudication against a director, officer, employee or agent of this corporation in any criminal proceeding for violation of criminal law shall estop such person from contesting the fact that his breach or failure to perform constitutes a violation of the criminal law, but such judgment or other final adjudication shall not estop such person from establishing that he had reasonable cause to believe that his conduct was lawful or had no reasonable cause to believe that his conduct was unlawful.

## **Article IX**

### **Bylaws**

The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

**Article X**

**Incorporator**

The name and street address of the incorporator of this corporation are:


Dania Medina  
2962 S.W. 25<sup>th</sup> Terrace  
Miami, Florida 33133

**Article XI**

**Amendment**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the incorporator has executed these Articles on January 17, 2000.

  
\_\_\_\_\_  
DANIA MEDINA, Incorporator

**ACCEPTANCE BY REGISTERED AGENT**

Having been named to accept service of process for Ravenna Corporation, at the place designated in this Articles of Incorporation, 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.

  
\_\_\_\_\_  
Dania Medina

FILED  
00 JAN 24 PM 1:33  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA