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305 541 3770 P.01/07  
Page 4 of 2

Division of Corporations

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## Florida Department of State

Division of Corporations

Public Access System

Katherine Harris, Secretary of State

### Electronic Filing Cover Sheet

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Division of Corporations  
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**FLORIDA PROFIT CORPORATION OR P.A.**

**PROMISE TECHNOLOGY OF MIAMI, INC.**

Certificate of Status	0
Certified Copy	0
Page Count	06
Estimated Charge	\$70.00

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**FLORIDA DEPARTMENT OF STATE**  
Katherine Harris  
Secretary of State

April 6, 2000

EMPIRE

SUBJECT: PROMISE TECHNOLOGY OF MIAMI, INC.  
REF: W00000009152

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Becky McKnight  
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FAX Aud. #: H00000015321  
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**CERTIFICATE OF INCORPORATION  
OF  
PROMISE TECHNOLOGY OF MIAMI, INC.**

The undersigned *subscribers* to these Articles of Incorporation each a natural person competent to contract, hereby associate themselves together to form a corporation under the law of the State of Florida.

**ARTICLE I. NAME**

The name of this corporation is Promise Technology of Miami, Inc.

**ARTICLE II. NATURE OF THE BUSINESS.**

The general nature of this business to be transacted by this corporation is any legal business in the State of Florida or in the United States.

To conduct business in, have one or more offices in and sell, import, export, buy, hold, mortgage, convey, lease, construction and building or otherwise dispose of real and personal property, including patents, franchises, copyrights, trademarks, and licenses, in the State of Florida, and in all other states and countries.

To conduct debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of property, or other instruments to secure the payment to corporate in debtment as required.

To purchase the corporate assets of any other corporation and engage in the same or other character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of shares or the capital stock of, or any bonds, securities, or other evidences or indebted created by any other corporation of the State of Florida or any other state or government, and while owner of such stock, to exercise all the rights, powers and privileges of ownership, including the rights to vote such stock.

Prepared by:  
Carlos Salas  
1235 Alton Rd.  
Miami Beach, FL 3339  
(305) 674-1681

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**H00000015321****ARTICLE III. CAPITAL STOCK**

The maximum number of shares of stock this corporation is authorized to have outstanding at any time is 100 (One Hundred) shares of common stock having a nominal of \$100.00 Par/ value.

**ARTICLE IV. INITIAL CAPITAL**

The amount of capital with which this corporation will begin business with is \$ 1,000.00 (One Thousand 0/100)

**ARTICLE V. TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE VI. ADDRESS**

The initial post office address of this corporation in the State of Florida is 1015 W. Newport center Dr. Suite 104, Deerfield Beach, Fl. 33442. The board of directors may from time to time move the principal office to any other office in Florida.

**ARTICLE VII. DIRECTORS**

The corporation shall have two director(s) initially. The number of directors may be increased or diminished from time to time, by by-laws adopted by the stockholders, but shall never be less than one (1).

Jose Marcio Roselli.

Siderlei Donizeti Carlos

**ARTICLE VIII. SUBSCRIBERS AND DIRECTORS**

The name and post office address of each subscriber and director to these Articles of Incorporation are:

Jose Marcio Roselli

President

1015 West Newport Center Dr. Suite 104, Deerfield Beach, Fl 33442

Siderlei Donizeti Carlos

Secretary

1015 West Newport Center Dr. Suite 104, Deerfield Beach Fl 33442

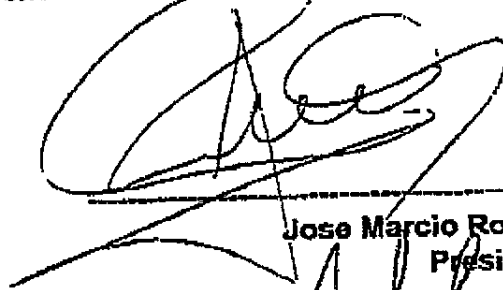
**H00000015321**

**H00000015321****ARTICLE IX. REGISTERED OFFICE AND REGISTERED AGENT**

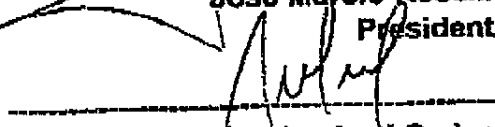
The registered office shall be at 1015 West Newport Center Dr. Suite 104, Deerfield Beach Fl. 33442 and the registered agent being Jose Marcio Roselli.

**ARTICLE X. AMENDMENT**

This Articles of Incorporation may be amended in the manner provided by laws. Every amendment shall be approved by the board of directors proposed by them to the stockholders, and approved at stockholders meeting by a majority of the stock entitled to vote thereon.



Jose Marcio Roselli  
President



Siderlei Donizeti Carlos  
Secretary

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

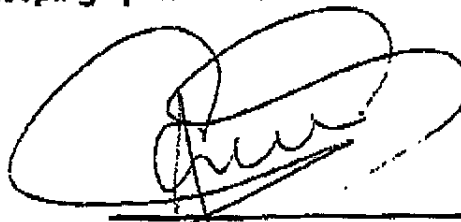
**In compliance with Section 607.34 Florida Statutes, the following is  
submitted, in compliance with said act:**

**FIRST: That, Promise Technology of Miami, Inc. desiring to organize or  
qualify under the laws of the State of Florida with its principle office, as  
indicated in the articles of incorporation at city of Deerfield Beach, county  
of Palm Beach, and state of Florida has hereby named Jose Marcio Roselli  
of 1015 West Newport Center Dr. Suite 104, Deerfield Beach, Fl. 33442 as  
its agent to accept services 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 agree to act in this capacity, and I further agree to comply with the  
provision of said act relative to keeping open said office.**



**Jose Marcio Roselli.  
Register Agent.**

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STATE OF FLORIDA H00000015321  
COUNTY OF DADE

**I HEREBY CERTIFY:** That on this day, before me, a Notary Public the undersigned authority, duly authorize to administer oaths and take acknowledgments, personally appeared, Jose Marcio Roselli and Siderlei Donizeti Carlos of Promise Technology of Miami, Inc. a Florida Corporation.

Who after being duly sworn, executed the foregoing Articles of Incorporation and acknowledge before me that the subscribers to those Articles on Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, said county and state, on this 18th day of the month of March 2000.

  
NOTARY PUBLIC SEAL.

MY COMMISSION EXPIRES:



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