

PO0000053784

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

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.

(((H00000029603 8)))

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) 922-4001

From:
Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

FILED
00 JUN -2 AM 9:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

CENTELSA, INC.

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



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 2, 2000

EMPIRE

SUBJECT: CENTELSA, INC.
REF: W00000014056

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

The effective date is not acceptable since it is not within five working days of the date of receipt.

If you have any further questions concerning your document, please call (850) 487-6931.

Becky McKnight
Document Specialist

FAX Aud. #: H00000029603
Letter Number: 200A00031150

H00000029603

(5)

ARTICLES OF INCORPORATION

OF

CENTELSA, INC.

ARTICLE I

The name of this Corporation is:

CENTELSA, INC.

ARTICLE II

This Corporation shall exist in perpetuity commencing on the date of filing of these Articles of Incorporation.

ARTICLE III

The Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

This Corporation is authorized to issue 1,000,000 shares of \$1.00 par value common stock which shall be designated as "Common Shares."

ARTICLE V

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this Corporation the assets of the Corporation shall be payable to and distributed ratably among the holders of record of the Common Shares.

ARTICLE VI
VOTING RIGHTS:

Except as otherwise provided by Law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

PREPARED BY:

MELVIN F. FRANKEL, ESQUIRE
BLASS & FRANKEL, P.A.
#2130 SunTrust International Center
One Southeast Third Avenue
Miami, Florida 33131

H00000029603

FILED
00 JUN -2 AM 9:37
CLERK OF STATE
TALLAHASSEE, FLORIDA

H00000029603

ARTICLE VII.
PREEMPTIVE RIGHTS:

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VIII.

The street address of the initial registered office of this Corporation is: 2130, SunTrust International Center, One Southeast Third Avenue, Miami, Florida 33131, and the name of the initial registered agent of this Corporation at that address is: **COPROLITE CORPORATION**, and the principal place of business is 2130 SunTrust International Center, One Southeast Third Avenue, Miami, Florida 33131.

ARTICLE IX.

This Corporation shall have Three (3) Directors initially. The number of Directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1). The names and addresses of the initial Director(s) of this Corporation is/are:

MICHAEL DICKMAN K.
Calle 10 #38-43
Urb. Ind. Acopi
Yumbo, Colombia, S.A.

ALFONSO MUÑOZ C.
Calle 10 #38-43
Urb. Ind. Acopi
Yumbo, Colombia, S.A.

JAIRO GOMEZ A.
Calle 10 #38-43
Urb. Ind. Acopi
Yumbo, Colombia, S.A.

H00000029603

H00000029603

ARTICLE X.

The name and address of the person or entity signing these Articles of Incorporation is:

MELVIN F. FRANKEL
#2130 SunTrust International Center
One Southeast Third Avenue
Miami, Florida 33131

ARTICLE XI.
AMENDMENT:

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 24th day of May, 2000.


MELVIN F. FRANKEL

STATE OF FLORIDA)
 : SS.
COUNTY OF MIAMI-DADE)

I HEREBY CERTIFY on this day, before me, an officer duly authorized to administer oaths and to take acknowledgments, personally appeared MELVIN F. FRANKEL, who ☒ is personally known to me, or ☐ produced _____ as identification, acknowledging to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same.

WITNESS my hand and official seal, this 24th day of May, 2000, in the County and State aforesaid.


PRINT NAME: CARLA C. JACKSON

NOTARY PUBLIC, STATE OF FLORIDA

My commission expires:

Commission No:

OFFICIAL NOTARY SEAL
CARLA C. JACKSON
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC678092
MY COMMISSION EXPIRES SEPT 27, 2001

H00000029603

H00000029603

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

IN PURSUANCE OF CHAPTER 607.34, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED IN COMPLIANCE WITH SAID ACT:

FIRST THAT CENTELSA, INC., DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL OFFICE, AS INDICATED IN THE ARTICLES OF INCORPORATION AT 2130 SUNTRUST INTERNATIONAL CENTER, ONE SOUTHEAST THIRD AVENUE, MIAMI, FLORIDA 33131, HAS NAMED COPROLITE CORPORATION, LOCATED AT 2130 SUNTRUST INTERNATIONAL CENTER, ONE SOUTHEAST THIRD AVENUE, MIAMI, FLORIDA 33131, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

CENTELSA, INC.,
a Florida corporation

BY: [Signature]
MELVIN F. FRANKEL, ORGANIZER

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, WE HEREBY AGREE TO ACT IN THIS CAPACITY, AND FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF OUR DUTIES.

COPROLITE CORPORATION,
a Florida corporation

By: [Signature]
MELVIN F. FRANKEL, President

Dated: May 24th, 2000

STATE OF FLORIDA)
: SS.
COUNTY OF MIAMI-DADE)

FILED
00 JUN -2 AM 9:37
JAN 1 1997
STATE OF FLORIDA

I HEREBY CERTIFY on this day, before me, an officer duly authorized to administer oaths and to take acknowledgments, personally appeared MELVIN F. FRANKEL, President of COPROLITE CORPORATION, a Florida corporation, who [✓] is personally known to me, or [] produced _____ as identification, acknowledging to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same.

WITNESS my hand and official seal, this 24th day of May, 2000, in the County and State aforesaid.

[Signature]
PRINT NAME: CARLA C. JACKSON
NOTARY PUBLIC, STATE OF FLORIDA
My commission expires:
Commission No:

H00000029603

