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

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## FLORIDA PROFIT CORPORATION OR P.A.

### LADY MARCEL INTERNATIONAL CORPORATION

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#### ARTICLES OF INCORPORATION

OF

# LADY MARCEL INTERNATIONAL CORPORATION

THE UNDERSIGNED has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the law of the State of Florida.

#### ARTICLE I

The name of this corporation shall be:

#### LADY MARCEL INTERNATIONAL CORPORATION

#### ARTICLE II

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

#### ARTICLE III

The general nature of the business and objects and purpose proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz:

PREPARED BY: ANA DALMAU ARES 3636 SW 87<sup>TH</sup> AVE. MIAMI, FL. 33165

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SECRETARY OF STATE DIVISION OF CORPONATIONS

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(1) Transact any and all lawful business.

(2) Said corporation shall further have powers:

To have perpetual succession by its corporate name,

### LADY MARCEL INTERNATIONAL CORPORATION

#### ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue is the total sum of 50 shares, having an individual par value of US\$10.00.

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

#### ARTICLE V

The name and street address of the initial Registered Agent of this corporation shall be:

JOSE ADELFO CASTIBLANCO RAMIREZ 1414 SW 102<sup>ND</sup> AVENUE MIAMI, FL. 33174

The principal office shall be:

1414 SW 102<sup>ND</sup> AVENUE MIAMI, FL. 33174

#### ARTICLE VI

Shareholders of the Corporation shall be:

LADY MARCEL LTDA. CARRERA 61 A NO. 26A – 95 SUR BARRIO CARVAIAL SANTAFE DE BOGOTA, COLOMBIA 51% SHAREHOLDER

JOSE ADELFO CASTIBLANCO RAMIREZ 1414 SW 102<sup>ND</sup> AVENUE MIAMI, FL. 33174 25% SHAREHOLDER

ROSANA OTALORA GARCIA 1414 SW 102<sup>ND</sup> AVENUE MIAMI, FL. 33174 24% SHAREHOLDER

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The initial Board of Directors shall consist of a total of TWO (2) persons and the names of the persons who are to serve as initial directors are:

JOSE ADELFO CASTIBLANCO RAMIREZ

PRESIDENT

ROSANA OTALORA GARCIA

VICE-PRESIDENT

The name and address of the incorporator executing these Articles of Incorporation is:

JOSE ADELFO CASTIBLANCO RAMIREZ 1414 SW 102<sup>ND</sup> AVENUE MIAMI, FL 33174

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 28<sup>TH</sup> day of August, 2000.

JOSE ADELPO CASTIBLANCO RAMIREZ

## CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provision of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the law 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:

LADY MARCEL INTERNATIONAL CORPORATION

2. The name and address of the registered agent is:

IOSE ADELFO CASTIBLANCO RAMIREZ 1414 SW 102<sup>ND</sup> AVENUE MIAMI, FL. 33174

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 AGREE 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:

JOSE ADEXTO CASTIBLANCO RAMIREZ

ATE: 1000570 28.

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