

# P00000088570

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.**

(((H00000049467 4)))

**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 : FAS-T CORP. AGENTS, INC.  
Account Number : 071001002335  
Phone : (305) 599-0839  
Fax Number : (305) 716-0346

## FLORIDA PROFIT CORPORATION OR P.A. TOTUMA COMUNICACIONES Y DISENO INTERNACIONAL, INC.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

B. McKnight SEP 19 2000

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 SEP 19 PM 2:14

Electronic Filing Menu

Corporate Filing

Public Access Help

**ARTICLES OF INCORPORATION  
OF**

**TOTUMA COMUNICACIONES Y DISENO INTERNACIONAL, INC.**

I, THE UNDERSIGNED, BEING OF LEGAL AGE AND A NATURAL PERSON, DO  
HEREBY SUBSCRIBE TO, ACKNOWLEDGE AND FILE THE FOLLOWING ARTICLES OF  
INCORPORATION FOR THE PURPOSE OF CREATING A CORPORATION UNDER THE LAWS OF  
THE STATE OF FLORIDA.

**ARTICLE I**

THE NAME OF THIS CORPORATION SHALL BE TOTUMA COMUNICACIONES Y  
DISENO INTERNACIONAL, INC. AND THE INITIAL ADDRESS OF THIS CORPORATION SHALL  
BE 807 ALTON RD. #6 MIAMI BEACH, FL 33139.

**ARTICLE II**

THIS CORPORATION MAY ENGAGE IN ANY ACTIVITY OR BUSINESS PERMITTED  
UNDER THE LAWS OF THE STATE OF FLORIDA AND UNDER THE LAWS OF THE UNITED  
STATES OF AMERICA.

**ARTICLE III**

THE CAPITAL STOCK AUTHORIZED, THE PAR VALUE THEREOF, AND THE  
CHARACTERISTICS OF SUCH STOCK SHALL BE AS FOLLOWS:

NUMBER OF SHARES AUTHORIZED	PAR VALUE PER SHARE	CLASS OF STOCK
300	\$ 1.00	COMMON

THE CONSIDERATION FOR ALL OF THE SAID STOCK SHALL BE PAYABLE IN CASH,  
PROPERTY, REAL OR PERSONAL, LABOR OR SERVICES IN LIEU OF CASH, AT A JUST  
VALUATION TO BE FIXED BY THE BOARD OF DIRECTORS OF THE CORPORATION.

**ARTICLE IV**

THIS CORPORATION SHALL COMMENCE ITS EXISTENCE IMMEDIATELY UPON THE  
FILING OF THESE ARTICLES OF INCORPORATION AND SHALL EXIST PERPETUALLY  
THEREAFTER UNLESS SOONER DISSOLVED ACCORDING TO LAW.

**ARTICLE V**

THE INITIAL REGISTERED OFFICE OF THIS CORPORATION SHALL BE AT 807 ALTON  
RD. #6 MIAMI BEACH, FL 33139 WITH THE PRIVILEGE OF HAVING ITS OFFICES AND  
BRANCH OFFICES AT OTHER PLACES WITHIN OR WITHOUT THE STATE OF FLORIDA. THE  
INITIAL REGISTERED AGENT AT THAT ADDRESS SHALL BE ANA C. ESCRICH.

PREPARE BY:  
ANA C. ESCRICH  
10820 SW 28 ST.  
MIAMI, FL 33165

00 SEP 19 PM 2:14  
FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

**ARTICLE VI**

THE CORPORATION SHALL HAVE AT LEAST ONE DIRECTOR, WITH THE EXACT NUMBER TO BE SPECIFIED BY THE STOCKHOLDERS FROM TIME TO TIME UNLESS THE STOCKHOLDERS SHALL, BY A MAJORITY VOTE THEREAFTER, DETERMINE THAT THE CORPORATION BE MANAGED BY THE STOCKHOLDERS.

**ARTICLE VII**

THE NAME AND ADDRESS OF THE DIRECTORS OF THE CORPORATION, WHO SHALL HOLD OFFICE FOR THE FIRST YEAR OR UNTIL HIS SUCCESSOR IS DULY EXECUTED AND QUALIFIED SHALL BE:

DIRECTORS  
HUBERT REINFELD  
EDIF. SONAL APT. 22-B  
SEBUCAN, CARACAS  
MIRANDA, VENEZUELA

TITLE  
PRESIDENT

EDWARD THOMAS  
RES. LOS LIRIOS, APT. 8-A CALLE B GUAICAY  
LOS SAMANES, BARUTA, CARACAS,  
MIRANDA, VENEZUELA

VICE-PRES

FREDDY CARRERO  
JARDINES DEL VALLE, CALLE 8 EDIF. UNEP  
PISO 5, APT. 02  
CARACAS, DF. VENEZUELA

SECRETARY-TREASURER

**ARTICLE VIII**

THE NAME AND ADDRESS OF THE INCORPORATORS ARE:

HUBERT REINFELD	EDF. SONAL, APT. 22-B SEBUCAN, CARACAS, MIRANDA, VENEZUELA.
EDWARD THOMAS	RES. LOS LIRIOS APT. 8-A CALLE B GUAICAY LOS SAMANES BARUTA, CARACAS, MIRANDA, VENEZUELA.
FREDDY CARRERO	JARDINES DEL VALLE, CALLE 8 EDF. UNEP. PISO 5 APT.02 CARACAS, DF. VENEZUELA.

ARTICLE IX

NO CONTRACT OR OTHER TRANSACTION BETWEEN THIS CORPORATION AND ANY OTHER CORPORATION, AND NO ACT OF THIS CORPORATION, SHALL IN ANY WAY BE AFFECTED OR INVALIDATED BY THE FACT THAT ANY OF THE DIRECTORS OF THIS CORPORATION ARE PECUNIARY OR OTHERWISE INTERESTED IN, OR ARE DIRECTORS OR OFFICERS OF, SUCH OTHER CORPORATION. ANY DIRECTOR INDIVIDUALLY, OR ANY FIRM OF WHICH ANY DIRECTOR MAY BE A MEMBER, MAY BE PARTY TO, OR MAY BE PECUNIARY OR OTHERWISE INTERESTED IN, ANY CONTRACT OR TRANSACTION OF THIS CORPORATION, PROVIDED THAT THE FACT THAT HE OR SUCH FIRM IS SO INTERESTED SHALL BE DISCLOSED OR SHALL HAVE BEEN KNOWN TO THE BOARD OF DIRECTORS OR A MAJORITY THEREOF, AND ANY DIRECTOR OF THIS CORPORATION WHO IS ALSO A DIRECTOR OR AN OFFICER OF SUCH OTHER CORPORATION, OR WHO IS SO INTERESTED, MAY BE COUNTED IN DETERMINING THE EXISTENCE OF A QUORUM AT ANY MEETING OF THE BOARD OF DIRECTORS OF THIS CORPORATION WHICH SHALL AUTHORIZE ANY SUCH CONTRACT OR TRANSACTION, WITH LIKE FORCE AND EFFECT AS IF HE WERE NOT SUCH A DIRECTOR OR OFFICER OR SUCH OTHER CORPORATION, OR NOT SO INTERESTED.

ARTICLE X

THE PRIVATE PROPERTY OF THE STOCKHOLDER SHALL NOT BE SUBJECT TO PAYMENT OF THE CORPORATE DEBTS IN ANY EVENT.

ARTICLE XI

IN WITNESS WHEREOF, WE, THE UNDERSIGNED, BEING THE INCORPORATES HEREIN BEFORE NAMED, FOR THE PURPOSE OF FORMING A CORPORATION TO DO BUSINESS BOTH WITHIN AND WITHOUT THE STATE OF FLORIDA, UNDER THE LAWS OF FLORIDA, MAKE AND FILE THESE ARTICLES OF INCORPORATION, HEREBY DECLARING AND CERTIFYING THAT THE FACTS HEREIN STATED ARE TRUE, AND HEREUNTO SIGN OUR NAMES ON THIS 28<sup>TH</sup> DAY OF JULY, 2000.

  
HUBERT REINFELD

  
FREDDY CARRERO

  
EDWARD THOMAS

H00000049467 4

**CERTIFICATE ACCEPTING DESIGNATION  
AS  
REGISTERED AGENT**

IN COMPLIANCE WITH THE LAWS OF FLORIDA, THE FOLLOWING IS SUBMITTED:

FIRST, THAT TOTUMA COMUNICACIONES Y DISEÑO INTERNACIONAL, INC.  
DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA, HAS NAMED ANA  
C. ESCRICH 10820 SW 28 ST. MIAMI, FL. 33165, COUNTY OF DADE, STATE OF FLORIDA, AS  
ITS STATUTORY REGISTERED AGENT.

HAVING BEEN NAMED THE STATUTORY REGISTERED AGENT OF THE ABOVE  
CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE  
SAME AND AGREE TO ACT IN THIS CAPACITY, AND AGREE TO COMPLY WITH THE  
PROVISIONS OF FLORIDA LAW RELATIVE TO KEEPING THE REGISTERED OFFICE OPEN,  
AND I ACCEPT THE OBLIGATIONS OF SECTION 607.325 F.S.

  
ANA C. ESCRICH  
RESIDENT AGENT

DATED THIS 28<sup>TH</sup>. DAY OF JULY, 2000.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 SEP 19 PM 2:14

H00000049467 4