

PO1000015039

Requester's Name

~~CARLOS E. MENDOZA
4803 DISTRIBUTION COURT, Suite #10
Orlando, FL 32822~~

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- 1. _____ (Corporation Name) _____ (Document #) 700003662217--6
-02/08/01--01103--001
*****80.00 *****80.00
- 2. _____ (Corporation Name) _____ (Document #)
- 3. _____ (Corporation Name) _____ (Document #)
- 4. _____ (Corporation Name) _____ (Document #)

- Walk in Pick up time Certified Copy
- Mail out Will wait Photocopy Certificate of Status

NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

Examiner's Initials *Daw*

2/9/01

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE OF INCORPORATION

OF

PENTAGRAMA PRODUCTION U.S.A., CORP.

THE UNDERSIGNED INCORPORATIOS, FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA GENERAL CORPORATION ACT, HERBY ADOPT THE FOLLOWING ARTICLES OF INCORPORATION.

ARTICLE 1 - NAME

THE NAME OF THE CORPORATION SHALL BE:

PENTAGRAMA PRODUCTION U.S.A., CORP.

THE PRINCIPAL OFFICE OF THIS CORPORATION SHALL BE:

4803 DISTRIBUTION COURT, SUITE 10
ORLANDO, FL 32822

ARTICLE II - NATURE OF BUSINESS

THIS CORPORATION MAY ENGAGE IN OR TRANSACT ANY OR ALL LAWFUL ACTIVITIES OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES, THE STATE OF FLORIDA, OR ANY OTHER STATE, COUNTRY, TERRITORY, OR NATION.

ARTICLE III - CAPITAL STOCK

THE AGGREGATE NUMBER OF SHARES OF STOCK AND ITS PAR VALUE THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS:

CARLOS E. MENDOZA: PRESIDENT FIFTY (50) SHARES OF COMMON STOCK HAVING A PAR VALUE OF ONE (\$1.00) DOLLAR PER SHARE.

CORYSABEL TOTH: VICE-PRESIDENT: FIFTY (50) SHARES OF COMMON STOCK HAVING A PAR VALUE OF ONE (\$1.00) DOLLAR PER SHARE.

ARTICLE IV - TERM OF EXISTENCE

THIS CORPORATION IS TO EXIST PERPETUALLY.

ARTICLE V - OFFICERS/DIRECTORS

THE NAME AND ADDRESS OF THE INITIAL OFFICER AND DIRECTOR WHO SHALL HOLD OFFICE THE FIRST YEAR OF THE CORPORATION'S EXISTENCE OR UNTIL THEIR SUCCESSORS ARE ELECTED ARE:

CARLOS E. MENDOZA
4803 DISTRIBUTION COURT, SUITE 10
ORLANDO, FL 32822

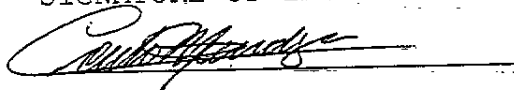
ARTICLE VI - INCORPORATORS

THE NAME AND STREET ADDRESS OF THE INCORPORATORS TO THESE ARTICLES OF INCORPORATION ARE:

CARLOS E. MENDOZA
4803 DISTRIBUTION COURT, SUITE 10
ORLANDO, FL 32822

IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATORS HAVE EXECUTED THESE ARTICLES OF INCORPORATIONS AT THIS 30 DAY OF JANUARY 2001...

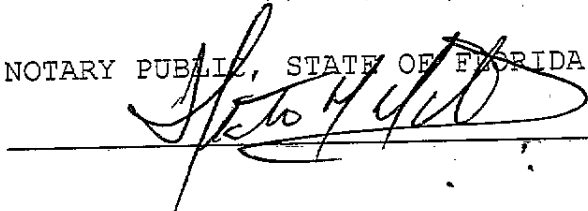
SIGNATURE OF INCORPORATORS



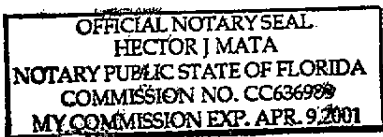
STATE OF FLORIDA
COUNTY OF OSCEOLA

THE FOREGOING INSTRUMENT WAS ACKNOWLEDGED AND SWORN TO BEFORE ME THIS 30 DAY OF JANUARY, 2001.

NOTARY PUBLIC, STATE OF FLORIDA



(SEAL)



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SECRETARY OF STATE
TALLAHASSEE FLORIDA

CERTIFICATION DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE REQUIREMENTS OF SECTION 607.034 AND 607.325,
FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER
THE LAWS 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:

PENTAGRAMA PRODUCTION U.S.A., CORP.
4803 DISTRIBUTION COURT, SUITE 10
ORLANDO, FL 32822

2- THE NAME AND ADDRESS OF THE REGISTERED AGENT
AND OFFICE IS:

CARLOS E. MENDOZA ---
4803 DISTRIBUTION COURT, SUITE 10
ORLANDO, FL 32822

SIGNATURE: 
(CORPORATE OFFICER)

TITLE: PRESIDENT

DATE: 01/30/2001

HAVING BEEN NAMED TO ACCEPT SERVICES OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE,
I HEREBY ACCEPT 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 AND I ACCEPT THE DUTIES AND
OBLIGATIONS OF THE ABOVE MENTIONED FLORIDA STATUTES.

SIGNATURE: 
(RESIDENT-AGENT)

DATE: 01/30/2001