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Florida Department of State  
Division of Corporations  
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**From:**

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

**FLORIDA PROFIT CORPORATION OR P.A.****fonomet international, corp.**

Certificate of Status	0
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**B. McKnight FEB 13 2001**



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

February 13, 2001

EMPIRE

SUBJECT: FONOMET INTERNATIONAL, CORP.  
REF: W01000003380

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ARTICLES OF INCORPORATION

OF

FONOMET INTERNATIONAL, CORP.

CORPORATE NAME AND PRINCIPAL PLACE OF BUSINESS

FONOMET INTERNATIONAL, CORP.  
10645 Hammocks Blvd. Suite 722  
Miami, Florida 33196

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ARTICLE II

CORPORATE EXISTENCE

The existence of the corporation shall be perpetual. Corporate existence shall begin upon the filing of the Articles of Incorporation by the Florida Department of State.

ARTICLE III

NATURE OF CORPORATE BUSINESS

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

ARTICLE IV

CAPITAL STOCK

This Corporation is authorized to issue a maximum of five hundred (500) shares of stock. The shares authorized shall be common stock, having a par value of one dollar (\$1.00) per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

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## **ARTICLE V**

### **INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE**

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

**Eduardo Arriaga Blanco  
10645 Hammocks Blvd. Suite 722  
Miami, Florida 33196**

## **ARTICLE VI**

### **INITIAL BOARD OF DIRECTORS**

This Corporation shall have three directors initially. The number of directors may be either increased or decreased from time to time according to the by-laws, but shall never be less than one.

The names and addresses of the initial directors of this Corporation are:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
<b>Eduardo Arriaga Blanco</b>	<b>10645 Hammocks Blvd. Suite 722 Miami, Florida 33196</b>
<b>Guillermo Olaizola</b>	<b>10645 Hammocks Blvd. Suite 722 Miami, Florida 33196</b>
<b>Jose L. Meilan Feijo</b>	<b>10645 Hammocks Blvd. Suite 722 Miami, Florida 33196</b>

The members of this Board of Directors shall hold office until the first annual meeting of stockholders of the Corporation.

**ARTICLE VII**

**INCORPORATORS**

The name and post office of the Incorporator executing these Articles of Incorporation is as follows:

**INCORPORATOR**

**Eduardo Arriaga Blanco**

**ADDRESS**

**10645 Hammocks Blvd. Suite 722  
Miami, Florida 33196**

The undersigned, being the original subscriber to these Articles of Incorporation, for the purpose of forming a Corporation for profit and to do business both within and without the State of Florida, do hereby make, subscribe, acknowledge and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true and, accordingly, has herunto set his hand and seal this

5th day of FEBRUARY, 2001.

  
\_\_\_\_\_  
Eduardo Arriaga Blanco

STATE OF FLORIDA )

) SS

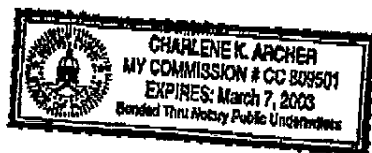
COUNTY OF DADE )

BEFORE ME, the undersigned authority, duly authorized in the State of Florida, County of DADE to take acknowledgments, personally appeared **Eduardo Arriaga Blanco**, the person described as Incorporator in the foregoing Articles of Incorporation or who presented the following identification: *Eduardo Arriaga Blanco*

WITNESS my hand and seal at Miami, DADE County, Florida  
this 5th day of February, 2001.

*CA*  
Notary Public  
State of Florida

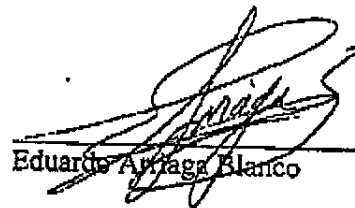
My Commission expires:



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**CERTIFICATE DESIGNATING REGISTERED  
AGENT FOR SERVICE OF PROCESS**

Pursuant to Chapter 48.091, Florida Statutes, the undersigned hereby designates  
**Eduardo Arriaga Blanco**, as its registered Agent to accept service of process within this  
State.

  
Eduardo Arriaga Blanco

The undersigned hereby accepts the foregoing designation as Registered Agent  
for service of process within the State of Florida, and agrees to comply with the  
provisions of the law applicable to said designation.

  
Eduardo Arriaga Blanco

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