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#### ARTICLES OF INCORPORATION

**OF** 

# **ENTERPRISE BUENOS AIRES CORPORATION**

## **ARTICLE I**

The name of the corporation is ENTERPRISE BUENOS AIRES CORPORATION

## **ARTICLE II**

The address of the principal office and the mailing address of the Corporation is 210 NE 174<sup>th</sup> Street, Suite 905, Sunny Isles Beach, Fl. 33160

## **ARTICLE III**

This Corporation shall have authority to issue ONE THOUSAND (1000) shares of Common Stock having a par value of \$1 per share

#### ARTICLE IV

The Corporation shall hold a special meeting of shareholders only:

- On call of the Board of Directors or persons authorized to do so by the Corporationgs By-Laws; or
- (2) If the holders of not less than 50 percent of all votes entitled to be cast on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporationgs secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

## ARTICLE V

The street address of the Corporation is initial registered office is 210 NE 174<sup>th</sup> Street, Suite 905, Sunny Isles Beach, Fl. 33160 and name of its initial registered agent at such office is Jorge L. Schoolnik.

# **ARTICLE VI**

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporationgs Bylaws.

The number of directors constituting the initial Board of Directors is two (2), and the names of the members of the initial Board of Directors, who are to serve as the Corporationgs directors until successors are duly elected and qualified are:

Fernando H. Ahumada President & C.E.O. Horacio G. Quiroga Secretary & Treasurer

## **ARTICLE VII**

The name of the Incorporator is Jorge L. Schoolnik and the address of the Incorporator is 210 NE 174<sup>th</sup> Street, Suite 905, Sunny Isles Beach, Fl. 33160.

#### **ARTICLE VIII**

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 14th day of February, 2001

Jorge L. Schoolnik, Incorporator

# ACCEPTANCE OF APPOITMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of Jorge L. Schoolnik, hereby accepts such designation and is familiar with, and accept, the obligations of such position, as provided in Florida Statutes #607.0505.

Jorge L. Schcolnik Registered Agent

Dated: February 14th , 2001

