

# P01000055732

LETTER OF INTENTION  
TO FILE  
ARTICLES OF INCORPORATION

FILED  
01 MAY 31 AM 10:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

May 3, 2001

Department of State  
Corporate Records  
Division of Corporations  
P.O Box 6327  
Tallahassee, FL 32314

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-06/01/01--01027--003  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Secretary of State:

Enclosed find one original and a copy of the Articles of Incorporation of  
MACROCOM INTERNATIONAL, CORP.

Also enclosed find a check made payable to the Secretary of State in the amount of \$ 78.75 which includes the  
statutory filing fee. Your assistance in establishing the corporation to be known as MACROCOM  
INTERNATIONAL, CORP. is appreciated.

Respectfully,



Secretary

MACROCOM INT'L CORP  
8251 NW 8 STREET, APT #109  
MIAMI, FL 33126

J. BRYAN JUN - 6 2001

ARTICLE OF INCORPORATION  
OF  
MACROCOM INTERNATIONAL, CORP.

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ARTICLE ONE

The name of the corporation is: **MACROCOM INTERNATIONAL, CORP.**

ARTICLE TWO

The period of its duration is perpetual.

ARTICLE THREE

The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Florida Corporation Act.

ARTICLE FOUR

The aggregate number of shares which the corporations shall have authority to issue shall be as follows:

<u>No. of Shares</u>	<u>Par Value</u>	<u>Class of Stock</u>
5000	\$ 1.00	Common

All of said stock shall be payable in cash, real or personal property, or labor or services in lieu of cash, at just valuation to be fixed by the Board of Directors of this corporation.

ARTICLE FIVE

The principal place of business and mailing address of this corporation shall be: 8251 NW 8<sup>TH</sup> STREET, APT. # 109, MIAMI FL. 33126

ARTICLE SIX

The name and Florida street address of the initial registered agent are JORGE CAHUAO, 8251 NW 8<sup>TH</sup> STREET, APT. # 109, MIAMI FL. 33126.

**ARTICLE SEVEN**

The name and address of the incorporator to these Articles of Incorporation are:

Name: JORGE CAHUAO

Mailing Address: 8251 NW 8<sup>TH</sup> STREET, APT. # 109 MIAMI FL. 33126.

Signature: \_\_\_\_\_

Incorporator

Name: NORELQUI QUINTERO

Mailing Address: 8251 NW 8<sup>TH</sup> STREET APT. # 109, MIAMI FL. 33126

Signature: \_\_\_\_\_

Incorporator

**ARTICLE EIGHT**

This corporation shall have at least one director, with the exact number of directors to be specified by the shareholders from time to time unless the shareholders shall, by a majority vote hereafter, determine that the corporation be managed by the shareholders. The name and address of the director of the corporation, who shall hold office for the first year or until their successors are duly elected and qualified, shall be:

JORGE CAHUAO  
8251 NW 8<sup>TH</sup> STREET APT. # 109 MIAMI FL. 33126  
PRESIDENT

**ARTICLE NINE**

The private property of the shareholders shall not be subject to the payment of the corporate debts of any extent whatever. The corporation shall have a first lien on the shares of its shareholders and upon the dividends due them for any indebtedness of such shareholders to the corporation.

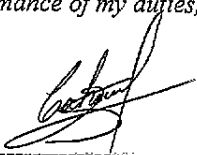
**ARTICLE TEN**

The corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law for such acts of the officer or director or former officer or director while acting in a corporate capacity.

### ARTICLE ELEVEN

Each Shareholder of the corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind, or series of stock in the corporation that may from time to time be issued (whether or not presently authorized) in the ratio that the number of shares it holds at time of issue bears to the total number of shares outstanding. This right shall be deemed waived by any Shareholder who does not exercise it and pay for the shares or other securities preempted within thirty (30) days of receipt of a notice in writing from the corporation stating the price, terms and conditions of the issue of the shares and inviting it to exercise its preemptive rights. This right may also be waived by affirmative written waiver submitted by the Shareholder to the corporation within thirty (30) days of receipt of the notice from the corporation.

*Having been named as registered agent and to accept service of process for the above stated corporation and 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/Registered Agent

05/03/2001.

Date

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