

**P01000079622****Florida Department of State**

Division of Corporations

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Katherine Harris, Secretary of State

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Account Name : BOSCH ACCOUNTING & TAX SERVICES CORPORATION  
Account Number : I19990000045  
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SECRETARY OF STATE  
DIVISION OF CORPORATIONS**FLORIDA PROFIT CORPORATION OR P.A.****OSPINA & ASOCIADOS****CORPORATION**

Certificate of Status	1
Certified Copy	0
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**FLORIDA DEPARTMENT OF STATE**

**Katherine Harris**  
Secretary of State

August 13, 2001

**BOSCH ACCOUNTING**

**SUBJECT: OSPINA & ASOCIADOS LTDA CORPORATION**  
**REF: W01000018618**

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The use of the abbreviation "Ltd." does not clearly indicate that this is a corporation instead of a partnership. Therefore, please remove the abbreviation "Ltd." from the corporate name."

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## **Articles of Incorporation**

The undersigned incorporator(s) for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

### **ARTICLE I - Corporate Name**

#### **OSPINA & ASOCIADOS CORPORATION**

### **ARTICLE II - Terms of Existence**

This corporation will exist perpetually, unless dissolved according to Florida Law.

### **ARTICLE III - Nature of Business**

This Corporation may engage or transact in any lawful activities permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

### **ARTICLE IV - Capital Stock**

The number of shares of stock that this corporation is authorized to have outstandingly at anyone time is: 1000 shares of common stock having \$1.00 par value per share. This corporation will not commence business until at least the \$1000.00 have been received by it, as consideration for the issuance of shares.

### **ARTICLE V - Incorporator**

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

**Jairo M. Bosch**  
5440 N. State Road 7, Suite.5  
Fort Lauderdale, FL 33319

### **ARTICLE VI - Initial Registered Agent and Address**

The name and street address of the initial registered agent are:

**Jairo M. Bosch**  
5440 N. State Road 7, Suite.5  
Tamarac, FL 33319

### **ARTICLE VII - Shareholders**

The name(s) and street address(es) of the shareholder(s) to this corporation is(are):

**JESUS OSPINA**  
5401 N.E. 2<sup>nd</sup> AVENUE  
FORT LAUDERDALE, FL 33334

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**ARTICLE VIII - Officers**

The name(s) and street address(es) of the initial officer(s) to this corporation is(are):

**Felicitó Canales [P/V/T/S/D]**  
5401 N.E. 2<sup>ND</sup> AVENUE  
Fort Lauderdale, FL 33334

**ARTICLE IX - Special Provision**  
**[Losses on Small Business Stock]**

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions, as are necessary will be taken by the appropriate officers to accomplish this compliance.

**ARTICLE X - Liquidation**

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this corporation, the assets of the corporation will be payable and distributed to the Shareholder(s), Board of Directors, and Officers.

**ARTICLE XI - Indemnification Agreement and Covenant not to Sue**

This corporation will indemnify and hold harmless it's Shareholders, Directors, and Officers from any actions they take on behalf of the corporation. If a Shareholder, Director, or Officer is ever sued for actions taken on behalf of the corporation, these provisions require that the corporation be held responsible as agreed upon by the Shareholders, Directors, and Officers.

**IN WITNESS WHEREOF**, the undersigned incorporator has executed these Articles of Incorporation on this 10<sup>th</sup> day of August, 2001.

  
Jairo M. Bosch  
Incorporator

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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, 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:


**OSPINA & ASOCIADOS CORPORATION**

2. The name and street address of the registered agent are:

**Jairo Bosch**  
5440 N. State Road 7, Suite.5  
Fort Lauderdale, FL 33319

3. The mailing address of this corporation is:

5401 N.E. 2<sup>nd</sup> Avenue  
Fort Lauderdale, FL 33334

Signature:   
Title: Registered Agent  
Date: August 10, 2001

Having been named as registered agent and to accept service of process for the above stated corporation at 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 accept the obligations of my position as registered agent.

Signature:   
Title: Registered Agent  
Date: August 10, 2001

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