

Florida Department of State

Division of Corporations Public Access System

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To:

Division of Corporations

Fax Number

: (850)205-0381

From:

Account Name : FAS-T CORP. AGENTS, INC.

Account Number : 071001002335 Phone

: (305)599-0839 er : (305)716-0346 Fax Number

FLORIDA PROFIT CORPORATION OR P.A.

SIDEMER, INC.

Certificate of Status Certified Copy Page Count Estimated Charge \$78,75

D. WHITE AUG 2 9 2002

CERTIFICATE OF INCORPORATION $\begin{array}{c} 02 \\ SFC \end{array}$

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02 AUG 29 PM 4: 28

SECRETARY OF STATE
TALLAHASSEE FLORIDA

OF

SIDEMER, INC.

I, the undersigned, in order to form a corporation under a pursuant to the provisions of the laws of the State of Florida for the purposes hereafter set forth, hereby subscribe to this Certificate of Incorporation.

ARTICLE I NAME OF CORPORATION

The name of the proposed corporation shall be:

SIDEMER, INC.

ARTICLE II NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation shall be any activity permitted under the laws of the United State of Florida.

ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is 500 shares at no par value.

ARTICLE IV TERM OF EXISTANCE

This corporation is to exist perpetually.

ARTICLE V PRINCIPAL PLACE OF BUSINESS

The initial street address in this state of the principal office of this corporation is: 10305 NW 41TH ST, SUITE 213, MIAMI, FL 33178. The board of directors may, from time to time, move the principal office to any other address in Florida.

ARTICLE VI DIRECTORS

This corporation shall have initially two (2) directors. The number of director (s) may increase or diminished from time to time by laws adopted by the stockholders.

ARTICLE VII INITIAL DIRECTORS

The name and address of the member(s) of the first board of director(s) is:

President

: NATHALIE VILLATORO

10305 NW 41 ST, SUTTE 213 MIAMI, FLORIDA 33178

Vice-President,

: EDUARDO VILLATORO

10305 NW 41 ST, SUITE 213. MIAMI, FLORIDA 33178

ARTICLE VIII INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the incorporator is NATHALIE VILLATORO.

ARTICLE IX REGISTERED AGENT

The initial designation of the registered office of this corporation shall be 10305 NW 41 ST, SUITE 213, MIAMI, FL 33178. And the registered agent shall be:

NATHALIE VILLATORO

Pursuant to Florida Statutes Section 607.164, having been named to accept process for the above stated corporation, at the place designed in these Articles of Incorporation, I hereby Accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By: <u>Ullol</u> Registered Agent

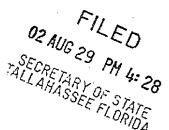
ARTICLE X AMENDMENT

This corporation reserves the right to amend any provision of this Articles of Incorporation in the manner provided by law. Any rights conferred upon shareholders shall be subject to this reservation.

IN WITNESS WHEREOF, The undersigned has execute, acknowledged and filed the foregoing Articles of Incorporation under that laws of the State of Florida this August 21, 2002.

Incorporator

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE



Pursuant to the provision of section 607.0501, Florida Statutes, the Undersigned Corporation organized under the laws of the State if Florida submits the following statement in designation the registered office/registered agent, in the state of Florida.

- 1. The name of the corporation is SIDEMER, INC.
- 2. The name and address of the registered agent and office is:

NATHALIE VILLATORO, 10305 NW 41 ST, SUITE 213, MIAMI, FL 33178.

SIGNATURE L

TITLE

President

DATE: August 21, 2002

HAVING BEEN NAMED AS REGISTED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINMENT AS REGISTED AGENT AND AGREE TO ACT IN THIS CAPACITY. THE FURTHER AGREED TO APPLY WITH THE PROVISION OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE Willeli
DATE August 21 2002