

PD200009667

Division of Corporations

https://cfssl.dos.state.fl.us/scripts/efilcovr.exe

FILED  
02 SEP -6 AM 8:52  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Florida Department of State  
Division of Corporations  
Public Access System

Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet.** Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H02000192535 1)))

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page.** Doing so will generate another cover sheet.

To:

Division of Corporations  
Fax Number : (850)205-0381

From:

Account Name : FAS-T CORP. AGENTS, INC.  
Account Number : 071001002335  
Phone : (305)599-0839  
Fax Number : (305)716-0346

**FLORIDA PROFIT CORPORATION OR P.A.**  
**MONTANARI USA CORPORATION**

Certificate of Status	0
Certified Copy	1
Page Count	96
Estimated Charge	\$78.75

D. WHITE SEP - 9 2002

FILED

02 SEP -6 AM 8:52

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION  
MONTANARI USA CORPORATION

The undersigned Incorporates, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt the following Articles of incorporation.

ARTICLE I - NAME

The name of the corporation shall be: MONTANARI USA CORPORATION.

ARTICLE II - MAILING ADDRESS, REGISTERED OFFICE AND PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

c/o 407 Lincoln Rd. suite 11-L  
Miami Beach, FL 33139

ARTICLE III - SHARES

The number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is:

**ONE HUNDRED SHARES OF ONE DOLLAR PAR VALUE COMMON STOCK.**

The ownership of the shares of stock is as follows:

Name of Stockholder: Rulemanes Montanari e Hijo, Argentinian Corporation

Address of the Stockholder: Av. Eva Peron 5799  
Capital Federal cp. 1439  
Argentina  
SOUTH AMERICA.

Number of Shares: 100.

ARTICLE IV - STOCKHOLDERS

1. PLACE OF MEETING

Meetings of stockholder(s) shall be held on the principal office of the corporation or at such place within or without the State of Florida, as the board shall authorize.

2. ANNUAL MEETING

The annual meeting of stockholder(s) shall be held on December, as the board shall call.

3. SPECIAL MEETINGS

The board may call special meetings of the stockholder(s) or by the President or at the request of stockholder(s) owning a majority of the stock entitled to vote as such meeting.

ARTICLE V - INITIAL REGISTERED AGENT AND STREET ADDRESS

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

Nelson Odella  
407 Lincoln Rd. suite 11 L  
Miami Beach, Florida 33139

ARTICLE VI - DIRECTORS

The Corporation shall have three directors. Incorporator have appointed:

Mr. Javier Adrian Montanari , as Operations -- Director

Mr. Alberto Montanari , as Executive -- Director

Mss. Maria Cristina Piccolo , as Finance. -- Director

The "Executive -- Director" manages the business in a daily basis manager, and reports to the Assembly of Stockholder(s), the President, Vice-President and Treasurer of the Corporation.

In case of absence of the Executive -- Director, the Operations -- Director or the Finance -- Director will take the Executive -- Director's position, holding the same duties. Either, the Operations-Director or the Finance-Director are authorized to use the title of "Director".

Finance-Director, represents the corporation and are full empowered without any limitation to do all things necessary or convenient to carry out business and affairs of the corporation in accordance to Section 607.0302 of the Florida General Corporation Act, including, open and closing of account(s) with bank(s), and to deposit and withdrawn therein funds of the corporation. All drafts, checks, and notes of the corporation payable on said account(s) shall be made in the name of the corporation, and signed by the Finance-Director.

ARTICLE VII - DESIGNATED OFFICERS

The name and street address of the initial officers and directors, if any, who shall hold office the first year of the corporation's existence or until their successor is elected, are:

PRESIDENT: Alberto Montanari  
c/o 407 Lincoln Rd. 11 L  
Miami Beach, FL 33139

TREASURY: Javier Adrian Montanari  
c/o 407 Lincoln Rd. 11 L  
Miami Beach, FL 33139

SECRETARY: Maria Cristina Piccolo  
c/o 407 Lincoln Rd. 11 L  
Miami Beach, FL 33139

At any time, any designated officer represents the corporation and is full empowered without any limitation to do all things necessary or convenient to carry out business and affairs of the corporation in accordance to Section 607.0302 of the Florida General Corporation Act. Including, open and closing of account(s) with bank(s), and to deposit and withdrawn therein funds of the corporation. All draft, checks, and notes of the corporation payable on said account(s) shall be made in the name of the corporation, and signed by any of them.

ARTICLE VIII: INCORPORATOR

The incorporator is Rulemanes Montanari e Hijo, acting through its agents

Mr. Alberto Montanari

Alberto Montanari, Agent of Rulemanes Montanari e Hijo  
407 Lincoln Rd. 11-1  
Miami Beach, Florida 33139

IN WITNESS WHEREOF, the undersigned incorporates has executed these Articles of  
Incorporation this 12 days of August, 2002

Incorporator



Rulemanes Montanari e HJO  
By Alberto Montanari, Agent

Date:

08/31/02

FILED

02 SEP -6 AM 8:52

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designation the registered office/registered agent, in the State of Florida.

The name of the Corporation is:

**MONTANARI USA CORPORATION**

The name and address of the registered agent is:

Nelson Odella  
407 Lincoln Rd. 11-L  
Miami Beach, FL 33139

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

Registered Agent:

  
Nelson Odella

Date:

08/21/02