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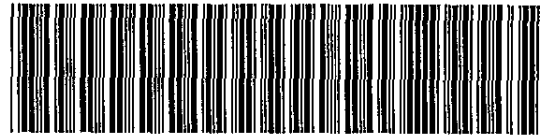


Certificates of Status



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 NOV 25 AM 9 44

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11/25/02--01055--006 **87.50

12-3-02

PLANET URUGUAY, INC.

COMPANY FORMATIONS - CONSULTING SERVICES
12000 BISCAYNE BLVD, SUITE# 507
MIAMI, FLORIDA 33181
(305) 899-5095

TRANSMITTAL LETTER

Department of State
Division of Corporations
409 E. Gaines St.
Tallahassee, Florida 32399
(850) 245-6052

Reference: TBK Tirolerische Bankdienstleistungen Corp.

Gentlemen:

Enclosed are the original and one (1) copy of the articles of incorporation and a check for \$87,50 covering the filing fee, a Certified Copy and a Certificate of Status for the aforementioned Corporation.

In addition, we are hereby enclosing a self-addressed, prepaid UPS envelope for you to return all documents and certifications to the address nominated in said envelope.

We thank you in advance for your kind cooperation,

Yours truly,



by Planet Uruguay, Inc.
Paul Di Cieri-Cambon
Director

**Articles of Incorporation
of
TBK Tirolerische Bankdienstleistungen Corp.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit), the undersigned person, acting as incorporator of a corporation organized under the laws of Florida, hereby adopt the following Articles of Incorporation:

**ARTICLE I
CORPORATE NAME**

*The name of this corporation is **TBK Tirolerische Bankdienstleistungen Corp.***

**ARTICLE II
INITIAL PRINCIPAL OFFICE**

The mailing address of the corporation's initial principal office is:

*824 32nd Street
West Palm Beach, FL 33407*

**ARTICLE III
SHARES**

The total number of shares which the corporation shall have authority to issue is 100 shares of \$1 value each.

**ARTICLE IV
REGISTERED OFFICE AND AGENT**

The street address of the corporation's initial registered office and the name of its initial registered agent at such address is:

*Ugo V. Chiarato, CPA
12000 Biscayne Blvd, suite# 507
Dade County
Miami, Florida 33181*

ARTICLE V
PURPOSE

The purpose of the corporation is to mainly engage in international trade finance and in any lawful activity permitted by the laws of Florida.

ARTICLE VI
DIRECTORS

The names and residence addresses of the persons constituting the initial board of directors are:

*Luis Cieri, President
824 32nd Street
West Palm Beach, FL 33407*

*Gillian Beach Cieri, Director
824 32nd Street
West Palm Beach, FL 33407*

After the initial board of directors, the board shall consist of such number of directors as shall be determined by the shareholders from time to time at each annual meeting at which directors are to be elected.

The directors shall be divided into 2 classes, the number of directors to be allocated to each class to be as nearly equal as possible and with the term of office in one class expiring each year after the initial annual meeting of shareholders.

ARTICLE VII
LLABILITY OF DIRECTORS

To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for (i) breaches of the duty of loyalty, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) declaration of unlawful dividends or unlawful stock repurchases or redemptions, or (iv) a transaction from which the director derives an improper personal benefit.

Any director or officer who is involved in litigation or other proceeding by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.

**ARTICLE VIII
OTHER PROVISIONS**

Preemptive Rights. The corporation elects to have preemptive rights so that each shareholder has the right to acquire a proportional amount of any shares that are issued.

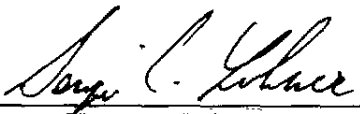
Director or Officer Interest. In the absence of fraud, no transaction between (a) this corporation and (b) any other association, corporation or any director or officer of this corporation individually, shall be affected by the fact that any director or officer of this corporation is individually a party to the transaction or is interested in or is a director or officer of such other association or corporation.

Stock Transfer Restriction. No shareholder of this corporation shall sell any shares of stock held by him or her in this corporation without first offering to sell such stock to the corporation on the same terms and conditions and at the price offered in good faith and in writing, by any proposed purchaser. The written offer by such proposed purchaser shall be delivered to the corporation at the time the stock is offered to the corporation for sale. The corporation shall have the right to accept the offer any time within thirty (30) days from and after the date on which the offer is made to the shareholder and shall exercise the option to purchase by notifying the shareholder in writing. If the corporation shall not exercise its option to purchase the shares of stock, it shall notify the shareholder in writing within the thirty (30) day period and the shares may then be sold by the shareholder, but only to the proposed purchaser on the same terms and conditions as offered to the corporation, and only within thirty (30) days from and after the date on which the corporation declines to exercise its option.

Corporate Seal. The corporation shall have a corporate seal, which shall be affixed to all deeds, mortgages, and other instruments affecting or relating to real estate.

Certification

I certify that I have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge.



Sonja Christine Lehner, Incorporator
12000 Biscayne Blvd, suite# 507
Miami, FL 33181

State of Florida, County of Palm Beach, ss:

Subscribed and sworn to (or affirmed) before me this 18 day of

November 2006



Paul Di Cieri-Cambon
Commission #DD155065
Expires: Oct 03, 2006
Bonded Thru
Atlantic Bonding Co., Inc.

A handwritten signature in cursive script, reading "Paul Di Cieri-Cambon", written over a horizontal line.

Notary Public

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

***Acceptance of Registered Agent
Designated in Articles of Incorporation
of
TBK Tirolerische Bankdienstleistungen Corp.***

I, Ugo V. Chiarato, CPA, having a business office identical with the registered office of the Corporation name above located in 12000 Biscayne Blvd, suite# 507, Dade County, Miami, Florida 33181, and having been designated as the registered Agent in the above and foregoing Articles of Incorporation, am familiar with and accept the obligations of the position of the Registered Agent under the applicable provisions of the Florida Statute.

Signed this 18th day of November, 2002.



Ugo V. Chiarato, Registered Agent