

**P030000095145**

Florida Department of State  
Division of Corporations  
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To:

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

From:

Account Name : BERRIZ & GIRALDO P.A.  
Account Number : I19990000017  
Phone : (305)485-9300  
Fax Number : (305)485-1098

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

**VENFLORIDA SOLUTIONS, CORP.**

Certificate of Status	0
Certified Copy	1
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403 000 264 0321  
ARTICLES OF INCORPORATION

OF

VENFLORIDA SOLUTIONS, CORP.

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TALLAHASSEE, FLORIDA

THE UNDERSIGNED, has executed the following document as incorporator of the above name corporation, a corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporate, and those of the corporation, are to be determined in accordance with the law of the State of Florida.

ARTICLE I

The name of this corporation shall be:

VENFLORIDA SOLUTIONS, CORP.

ARTICLE II

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III

The general nature of the business and objects and purposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz:

- (1) Transact any and all lawful business.
- (2) Said corporation shall further have powers:  
To have perpetual succession by its corporate

name:

VENFLORIDA SOLUTIONS, CORP.

YOHIMA DEL CORRAL  
4080 SW 84 AV  
MIAMI, FL 33155  
305-4859300

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#### ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue is the total sum of 100 shares, having an individual par value of \$10.00

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

#### ARTICLE V

The street address of the initial registered office and the name of the initial Resident Agent of this corporation shall be:

**ROSALIA KISS  
9561 FONTAINEBLEAU BLVD # 108  
MIAMI, FL. 33172**

The principal office shall be:

**9561 FONTAINEBLEAU BLVD # 108  
MIAMI, FL. 33172**

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ARTICLE VI

The initial Board of Directors shall consist of a total of **FOUR(04)** persons, and the name and address of the persons who are to serve as initial directors are:

**ROSALIA KISS**  
**9561 FONTAINEBLEAU BLVD # 108**  
**MIAMI, FL. 33172**

**PRESIDENT**

**CARLOS ENRIQUE LUZARDO**  
**9561 FONTAINEBLEAU BLVD # 108**  
**MIAMI, FL. 33172**

**VICEPRESIDENT**

**OSWALDO GABRIEL MACHADO**  
**9561 FONTAINEBLEAU BLVD # 108**  
**MIAMI, FL. 33172**

**VICEPRESIDENT**

**LINA GUADALUPE LARREAL**  
**9561 FONTAINEBLEAU BLVD # 108**  
**MIAMI, FL. 33172**

**SECRETARY**

The name and address of the incorporator executing these Articles of Incorporation is

**ROSALIA KISS**  
**9561 FONTAINEBLEAU BLVD # 108**  
**MIAMI, FL. 33172**

IN WITNESS WHEREOF, the undersigned incorporator has (ve) executed these Articles of Incorporation this 28 day of AUGUST 03.

  
\_\_\_\_\_  
**ROSALIA KISS**

ARTICLE VII

**THE STOCKHOLDER'S FOR THIS CORPORATION IS:**

<b>ROSALIA KISS</b>	<b>25%</b>
<b>CARLOS ENRIQUE LUZARDO</b>	<b>25%</b>
<b>OSWALDO GABRIEL MACHADO</b>	<b>25%</b>
<b>LINA GUADALUPE LARREAL</b>	<b>25%</b>

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

Pursuant to the provision of sections 807.0501 or 617.0501, 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:

**VENFLORIDA SOLUTIONS, CORP.**

2. The Name and Address of the registered agent and office is

**ROSALIA KISS  
9581 FONTAINEBLEAU BLVD # 108  
MIAMI, FL. 33172**

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TALLAHASSEE, FLORIDA

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 I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

  
Dated: AUGUST 26, 2003.

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