

DIVISION OF CORPORATIONS

P03000133584

Florida Department of State
Division of Corporations
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TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

SMEC DE ORIENTE USA, CORP.

Certificate of Status	0
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ARTICLES OF INCORPORATION

OF

SMEC DE ORIENTE USA, 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 Incorporator, 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:

SMEC DE ORIENTE USA, 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:

SMEC DE ORIENTE USA, 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 50 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:

**LUISITO C. WILLEMS
6450 NW 191 TERRACE
HIALEAH, FL. 33015**

The principal office shall be:

**6450 NW 191 TERRACE
HIALEAH, FL. 33015**

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ARTICLE VI

The initial Board of Directors shall consist of a total of **ONE(01)** persons, and the name and address of the person who is to serve as an initial director is:

**LUISITO C. WILLEMS
6450 NW 191 TERRACE
HIALEAH, FL. 33015**

PRESIDENT

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

**LUISITO C. WILLEMS
6450 NW 191 TERRACE
HIALEAH, FL. 33015**

IN WITNESS WHEREOF, the undersigned incorporator has (ve) executed these Articles of Incorporation this 14 NOVEMBER, 2003



LUISITO C. WILLEMS

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

Pursuant to the provision of sections 607.0501 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:

SMEC DE ORIENTE USA, CORP.

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

**LUISITO C. WILLEMS
6450 NW 191 TERRACE
HIALEAH, FL. 33015**

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: NOVEMBER 14, 2003

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Florida Department of State
Division of Corporations
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To:

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Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

FLORIDA PROFIT CORPORATION OR P.A.

QUOTE GOD, INC.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION

OF

QUOTE GOD, INC.

The undersigned, incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLE I: NAME OF THE CORPORATION

The name of the corporation is QUOTE GOD, INC., hereinafter referred to as the "Corporation".

ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and mailing address of the Corporation is 2171 NW 97TH STREET, MIAMI, FL 33147.

ARTICLE III: DURATION OF THE CORPORATION

The period of duration of the Corporation shall be perpetual unless dissolved according to law.

ARTICLE IV: PURPOSE OF THE CORPORATION

The purpose for which the Corporation is organized is to engage in any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statute, as amended.

ARTICLE V: AUTHORIZED SHARES

The Corporation is authorized to issue Five Thousand (5,000) shares of common stock with a par value of \$1.00 per share. All stock shall be of one class. The Board of Directors may authorize the issuance of such stock to such person(s) upon such terms and for such consideration

as they may deem appropriate. The consideration may consist of any tangible or intangible property or benefit to the Corporation, including cash, promissory notes, services performed, promises to perform services evidenced by a written contract, or other securities of the Corporation.

ARTICLE VI: PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights. Every shareholder, upon the sale for cash of any new or reissued stock of the Corporation, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

ARTICLE VII: INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Corporation's initial registered office is 2171 NW 97TH STREET, MIAMI, FL 33147; and the registered agent at that office is WILLIAM A. PAYTEE.

ARTICLE VIII: INITIAL BOARD OF DIRECTORS

The Corporation shall have three (3) director(s) constituting the initial Board of Directors. The number of director(s) may be increased or decreased from time to time by the bylaws. The initial Board of Director(s) of the Corporation shall be comprised of:

WILLIAM A. PAYTEE
2171 NW 97TH STREET
MIAMI, FL 33147

TONYA PAYTEE
2171 NW 97TH STREET
MIAMI, FL 33147

ARTICLE IX: INCORPORATOR

The incorporators of the Corporation are as follows:

**WILLIAM A. PAYTEE
2171 NW 97TH STREET
MIAMI, FL 33147**

IN WITNESS WHEREOF, I, **WILLIAM A. PAYTEE**, the undersigned incorporator, have signed these Articles of Incorporation on this 7 day of Nov., 2003, and acknowledged the same to be my act.


WILLIAM A. PAYTEE

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED**

Pursuant to the provisions of Chapters 48.091 and 607.0501 of the Florida Statutes, the following is submitted, in compliance with said Acts:

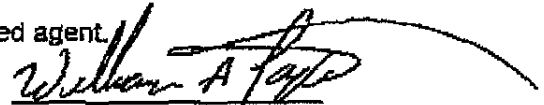
First—That QUOTE GOD, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Miami, County of Dade, State of Florida, has named **WILLIAM A. PAYTEE**, at 2171 NW 97TH STREET, in the City of Miami, County of Dade, State of Florida, as its agent to accept service of process within this state.

-Acceptance of Agent-

ACKNOWLEDGMENT:

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.

BY:



WILLIAM A. PAYTEE

DATE:

11-07-03

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