

FROM : (305) 639-4725
Division of Corporations

PHONE NO. : 3056394725

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**Florida Department of State
Division of Corporations
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To:

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

From:

Account Name : PROFESSIONAL VISA, INC.
Account Number : I20020000173
Phone : (305) 639-4737
Fax Number : (305) 639-4725

FLORIDA PROFIT CORPORATION OR P.A.

ASTIVENCA INC.

Certificate of Status	0
Certified Copy	1
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FROM : (305) 639-4725

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ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

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FLORIDA

ARTICLE I NAME

The name of the corporation shall be:

Astivenca Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address is:

200 Biscayne Blvd.
Wachovia Financial Center
Suite #4815
Miami, Fl. 33133

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

Any or all lawful activities or business permitted under the laws of The United States, the State of Florida, or any others states, country, territory, or nation.

ARTICLE IV SHARES

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is five thousand shares at one dollar par value.

Name:

Shares:

Astilleros de Venezuela, C.A (Astivenca)

52%

ARTICLE V INITIAL OFFICERS/DIRECTORS (optional)

The name(s), address(es) and title(s):

President: Mauro Careto
200 Biscayne Blvd.
Wachovia Financial Center
Suite # 4815
Miami, Fl. 33133

FROM : (305) 639-4725

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ARTICLE VI REGISTERED AGENT

The name and Florida Street address of the registered agent is:

Mauro Careto
200 Biscayne Blvd.
Wachovia Financial Center
Suite # 4815
Miami, Fl. 33133

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

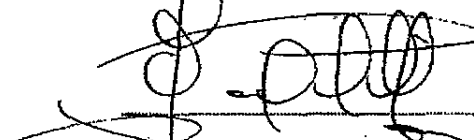
Mauro Careto
200 Biscayne Blvd.
Wachovia Financial Center
Suite # 4815
Miami, Fl. 33133

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity


Signature/Registered Agent

Date

06/14/04


Signature/Incorporator

Date

06/14/04

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