

P04000100737

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP

WAIT

MAIL

(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



900038364689

07/02/04--01037--004 \*\*\$7.50

04 JUL 2 2 2004  
DIVISION OF CORPORATIONS  
SERIALIZED



**Caledco Corporation**

5757 Blue Lagoon Drive, Suite 370  
Miami, Florida 33126  
Tel 305-261-3938 Fax 305-261-3998

June 30, 2004

Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

Re: Codiscos Corporation

Enclosed are two (2) originals and one (1) copy of the Articles of Incorporation for the referenced Corporation, and a check for \$87.50, representing the following fees:

- Filing (\$70.00)
- Certified Copy (\$8.75)
- Certificate of Status (\$8.75)

Kindly return the Certified Copy and the Certificate of Status to the undersigned at your earliest convenience.

Sincerely,

Soraya G. Vera  
Administrative Manager

04 JUL -2 PM 3:03  
SECRETARY  
DIVISION

**ARTICLES OF INCORPORATION  
OF  
CODISCOS CORPORATION**

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

**ARTICLE I. NAME**

The name of the Corporation shall be Codiscos Corporation.

**ARTICLE II. PRINCIPAL OFFICE**

The principal place of business and mailing address of this Corporation shall be 5757 Blue Lagoon Drive, Suite 370, Miami, Florida 33126.

**ARTICLE III. COMMENCEMENT OF EXISTENCE**

The existence of the Corporation will commence on June 30, 2004.

**ARTICLE IV. PURPOSE**

This Corporation is formed for the purpose of engaging in any activity or business permitted under the laws of the United States of America and the State of Florida.

**ARTICLE V. AUTHORIZED SHARES**

The maximum number of shares that the Corporation is authorized to have outstanding at any time is One Hundred (100) shares of common stock with no par value. The consideration to be paid for each share shall be fixed by the Board of Directors and may be paid in whole or in part in cash or other property, tangible or intangible, or in labor or services actually performed for the Corporation.

**ARTICLE VI. INITIAL REGISTERED AGENT**

The name of the Corporation's initial registered agent is Soraya G. Vera and the street address of the initial registered office of the Corporation is 5757 Blue Lagoon Drive, Suite 370, Miami, Florida 33126.

SECRETARY  
DIVISION  
04 JUL -2 PM 3:10

---

**ARTICLE VII. INITIAL BOARD OF DIRECTORS AND OFFICERS**

The Corporation shall have one (1) director initially. The number of directors may be increased from time to time, as provided in the bylaws, but shall never be less than one (1). The name and address of the initial directors are:

Richard Previdi	5757 Blue Lagoon Drive, Suite 370 Miami, Florida 33126
-----------------	--

The name and address of the initial officers are:

Richard Previdi	President and Secretary	5757 Blue Lagoon Drive Suite 370 Miami, Florida 33126
Francisco Moncaleano	Vice President of Operations	5757 Blue Lagoon Drive Suite 370 Miami, Florida 33126
Soraya G. Vera	Assistant Secretary	5757 Blue Lagoon Drive Suite 370 Miami, Florida 33126
Luisa F. Vergara	Treasurer	5757 Blue Lagoon Drive Suite 370 Miami, Florida 33126

**ARTICLE VIII. INCORPORATOR.**

The name and street address of the incorporator is:

Richard Previdi	5757 Blue Lagoon Drive, Suite 370 Miami, Florida 33126
-----------------	--

**ARTICLE IX. BYLAWS.**

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the Shareholders, except that the Board of Directors may not amend or repeal any bylaw adopted by the Shareholders if the Shareholders specifically provide that the bylaw is not subject to amendment or repeal by the Directors.

**ARTICLE X. AMENDMENTS.**

The Corporation reserves the right to amend, alter, change or repeal any provision in the Articles of Incorporation in the manner prescribed by law, and all rights conferred on Shareholders are subject to this reservation. These Articles may be amended prior to issuance of shares of the Corporation by the unanimous approval or consent of the Board of Directors. Thereafter, every amendment shall be approved by the Board of Directors, proposed by them to the Shareholders, and approved at a Shareholders' meeting by the holders of a majority of the shares entitled to vote on the matter or in such other manner as may be provided by law.

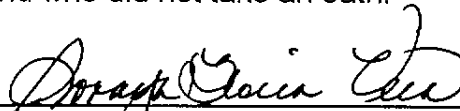
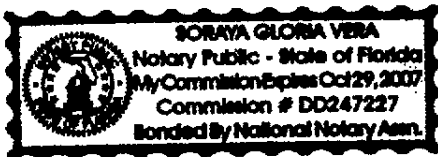
**IN WITNESS WHEREOF**, the undersigned incorporator has executed these Articles of Incorporation this 30<sup>th</sup> day of June 2004.



Richard Previdi

State of Florida  
County of Miami-Dade

The foregoing instrument was acknowledged before me this 30<sup>th</sup> day of June 2004, by Richard Previdi who is personally known to me and who did not take an oath.

  
Notary Public - State of Florida.

**ACCEPTANCE OF REGISTERED AGENT**

Having been named as Registered Agent and to accept service of process for Codiscos Corporation, at the place designated in the foregoing Articles of Incorporation, 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.

*Soraya G. Vera*  
Soraya G. Vera

*June 30, 2004*  
Date

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
04 JUL -2 PM 3:03