

PO4000146823

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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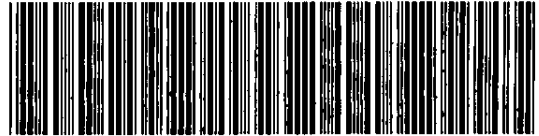
(Business Entity Name)

(Document Number)

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

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FILED  
2010 MAR 18 PM 1:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Amend & Resubmit  
MCC  
[Signature]

3-19-10

**DUTYPL**  
ATTORNEYS AT LAW

701 Brickell Ave, Suite 1550  
Miami, Florida, 33131  
Telephone: 305.491.5111  
Facsimile: 305.728.5288  
URL: [www.dutypa.com](http://www.dutypa.com)

March 15, 2010

**VIA COURIER**

Florida Department of State  
Division of Corporations  
Attn: Corporate Amendment Section  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Dear Sir or Madam:

Enclosed for filing please find a copy with original signatures of the Amended and Restated Articles of Incorporation of Banesco International Corp., charter number P04000146823 and a check for \$35.00 for associated filing fees. If you have any questions, please do not hesitate to call me at 305-491-5111.

Sincerely,



Gerald Duty

GSD/ld  
Enclosures

**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION**

**OF**

**BANESCO INTERNATIONAL CORP.**

**FILED**  
2010 MAR 18 PM 1:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned corporation (the "Corporation") hereby certifies, pursuant to and in accordance with Section 607.1007 of the Florida Business Corporation Act (the "Act") for the purpose of filing its Amended and Restated Articles of Incorporation with the Department of State of the State of Florida that:

1. The name of the Corporation is BBU Corp., charter number P04000146823, filed on October 25, 2004.
2. The following Amended and Restated Articles of Incorporation were adopted by all of the directors and shareholders of the Corporation, the number of votes cast being sufficient for approval on February 22, 2010 in the manner prescribed by Section 607.1003 of the Act:

**ARTICLE I**

**Name**

The name of the Corporation is Banesco International Corp.

**ARTICLE II**

**Principal Office**

The principal office and mailing address of the Corporation is 9500 Northwest 41<sup>st</sup> Street, Doral, Florida 33178-2304.

**ARTICLE III**

**Purpose**

The Corporation is organized for the purpose of transacting any or all lawful business for corporations organized under the Florida Business Corporation Act of the State of Florida.

**ARTICLE IV**

**Capital Stock**

The aggregate number of shares which the Corporation shall have the authority to issue is one thousand (1,000) shares of Common stock, par value \$1.00 per share.

**ARTICLE V**

**Board of Directors**

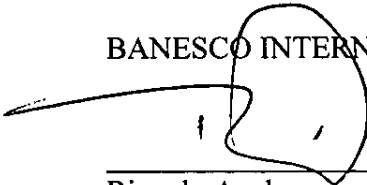
The names and address of the Directors are Juan Carlos Escotet, Luis Xavier Lujan, and Ricardo Ayala, 150 Alhambra Circle, Coral Gables, Florida 33134. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.

**ARTICLE VI**  
**Registered Agent**

The street address of the registered office of the Corporation is 355 Alhambra Circle, Suite 801, Coral Gables, Miami, Florida 33134 and the name of the registered agent of the Corporation at that address is Registered Agent Corporate Services, Inc.

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hands as of the 11 day of March of 2010.

BANESCO INTERNATIONAL CORP.

  
\_\_\_\_\_  
Ricardo Ayala

**CERTIFICATE DESIGNATING THE ADDRESS  
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**

**WITNESSETH**

Banesco International Corp. has designated Registered Agent Corporate Services, Inc., 355 Alhambra Circle, Suite 801, Coral Gables, Florida 33134 as its agent to accept service of process within this state.

**ACKNOWLEDGEMENT:**

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to set in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with, and accept the duties and obligations of a registered agent outlined in Section 607.0505, Florida Statutes.

Dated this 22 day of February, 2010.

REGISTERED AGENT CORPORATE SERVICES, INC.

BY  \_\_\_\_\_