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SECURE 13-AY SE STATE

December 15, 2004

Division of Corporation P.O. Box 6327 Tallahassee, FI 32314

Att.: Registration Department

REGISTRATION OF NEW ARTICLES OF CORPORATION IDEM CORPORATION

Dear Sirs:

Please see enclosed copy of the Articles of Incorporation of anew profit company named Idem Corporation along with the Designating Certificate. Also is enclosed a corresponding payment fee for registration of these new articles.

Thank you beforehand for your kind attention to this matter, I remain,

Jose C. Araujo

Very truly you

Preside ht

c.c. file

ARTICLES OF INCORPORATION FOR **IDEN CORPORATION**

ARTICLE I <u>NAME</u>

The name of this Corporation is: IDEM CORPORATION

ARTICLE II PRINCIPAL AND MAILING ADDRESS

The principal place of business and mailing address of this Corporation is:

3425 Collins Ave. # Suite 630, Miami Beach, FI 33140

ARTICLE III DURATION

This Corporation shall have a perpetual existence, unless dissolved according to law.

ARTICLE IV PURPOSE

This Corporation is organized for the purpose of transacting any or all lawful business for which corporation may be incorporated under the Florida General Corporation Act. This corporation have and exercise all the powers now or hereafter conferred by the laws of the State of Florida and any and all acts amendatory thereof and supplemental thereto. To take, purchase or otherwise acquire, and to own, use hold, sell, convey, exchange, sales, teaching, perform services, import and export and all other involved herein state duly authorized

ARTICLE V CAPITAL STOCK

This Corporation is authorized to issue 100 (one hundred) shares of \$1.25 (one dollar 25/100) Par value common stock. No other class of stock is authorized.

ARTICLE VI INTITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is:

3425 Collins Ave. Suite # 630 Miami Beach, Florida 33140

The name(s) of the principal registered agent (s) of this corporation at the above is/are:

Jose C. Araujo

The street of the initial registered agent(s) of this corporation is:

3425 Collins Ave. Suite # 630 Miami Beach, Florida 33140

ARTICLE VII INITIAL BOARD OF DIRECTOR(S)

This corporation shall have one (1) Directors initially. The number of director(s) may be either increased or decreased from time to time by the by-laws, but shall never be less than one (1).

The name (s) and address (es) of the initial Director(s) of this Corporation is/are:

Name

Address

Jose C. Araujo

3425 Collins Ave. # 630 Miami Beach, Fl 33140

ARTICLE VIII UNDERSIGNER (S) ADDRESS/ INCORPORATOR

Jose C. Araujo 3425 Collins Ave. # 630 Miami Beach, FI 33140

ARTICLE IX INDEMNIFICATION

To the full extent permitted by law, the corporation shall indemnify each person made or threatened to be made a party to any threatened, pending or completed action, suit, or proceeding whether civil, criminal, administrative or investigative (including, one in the right of the corporation to procure a judgment in its favor) by reason of the fact that her or his testator or in testate, is or was a director, officer, employee or agent of this corporation or served any other

corporation, partnership, join venture, trust, or other enterprise in any capacity, at request of the corporation.

ARTICLE X POWER

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act. The Board of Director and the Shareholders shall have the power to adopt, alter, amend, or repeal the by-laws of this corporation.

ARTICLE XI OFFICER (S)

The officers of this corporation shall be as follows:

Jose C. Araujo, President, Vice President, Treasurer, and Secretary

ARTICLE XII RIGHTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any Amendment hereto, and right conferred upon the Shareholders is subject to this reservation.

Jose Ø. Araujo

STATE OF FLORIDA)
)SS
COUNTY OF DADE)

BEFORE ME, a Notary Public, authorized to take acknowledgements in
the State and County set forth above, personally appeared:
Jose C. Araujo
known to me and know by me to be the person(s) who executed the foregoing
Articles of Incorporation, and acknowledged before me that he (she) executed
these Articles of Incorporation.
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official
seal, in the State and County aforesaid, this 14, day of 1ecember, 2004.
All Judges h
M. Willy

CORAL BARRIENTOS

Notary Public - State of Florida

Ny Comm. Expires Apr 4, 2005

Commission # DD015482

December 17, 2004

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STATE OF FLORIDA)

) SS

COUNTY OF DADE)

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act.:

First, that IDEM CORPORATION 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 Beach, County of Dade, State of Florida, have named <u>Jose C. Araujo</u> Located at: <u>3425 Collins Ave. Suite # 630</u>, City of <u>Miami Beach</u>, State of <u>Florida</u> Zip Code <u>33140</u> as its agent to accept service of process within this State.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Bv.