

POS0000012514

Florida Department of State  
Division of Corporations  
Public Access System

Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

((H05000017717 3)))

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

To:

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

From:

Account Name : LAZARUS CORPORATE FILING SERVICE, INC.  
Account Number : 120000000019  
Phone : (305) 552-5973  
Fax Number : (305) 220-1440

FILED  
05 JAN 25 AM 8:17  
FLORIDA DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

TERABYTE USA CORPORATION

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$78.75

Electronic Filing Menu

Corporate Filing

Public Access Help

js  
1-26

JAN-25-05 TUE 01:26 PM  
850-205-0381

1/24/2005 8:34 FAX: PAGE 001/001 Florida Dept of State



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

January 24, 2005

LAZARUS

SUBJECT: TERABYTE CORPORATION  
REF: W05000003440

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

If you have any further questions concerning your document, please call (850) 245-6929.

Justin M Shivers  
Document Specialist  
New Filings Section

FAX Aud. #: H05000017717  
Letter Number: 405A00004503

**CERTIFICATE OF INCORPORATION**  
**OF**  
**TERABYTE USA CORPORATION**

We, the undersigned subscribers to these Articles of Incorporation natural persons competent to contract from a Corporation the Laws of the State of Florida.

**ARTICLE I, NAME OF CORPORATION:**

The name of the Corporation shall be: TERABYTE USA CORPORATION

**ARTICLE II, GENERAL NATURE OF THE BUSINESS:**

The general nature of the business and the object and purpose to be transacted and carried are:  
To conduct business not prohibited by the Laws of the United States and the State of Florida.  
To conduct business to have one or more officers in buy, sell, import, export, hold, mortgage, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights and licenses, in the State of Florida and in other countries to conduct debts and borrow money, issued and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgages, transfer or corporate properties, or instruments to secure the payments of corporate indebtedness as require.

To purchase the corporate assets or any other Corporation and engage in the same or other character of business. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation on the State of Florida, or any other State or government and while owner of such stock to exercise all rights, powers and privileged of ownership, including the right to vote such stock.

FILED  
05 JAN 25 AM 8:17  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

405000017717

**ARTICLE III, CAPITAL STOCK:**

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any one time is 100 shares at \$ 1.00 per share. Such stocks may be issued by the Corporation from time to time for such consideration as may be fixed by the board of Director thereof, and may be paid in cash, labor or services.

**ARTICLE IV, INITIAL CAPITAL:**

The number of shares with which this Corporation shall commence business is not less than 100 common stock, and the amount of capital with which this Corporation shall commence business will not be less than One Hundred Dollars (\$ 100.00).

**ARTICLE V, TERM:**

The Corporation shall continue perpetually, unless sooner dissolve according to laws.

**ARTICLE VI, PRINCIPAL PLACE OF BUSINESS:**

The initial place of business of said Corporation in this State shall be 7955 NW 12 Street Suite 400 Miami, FL 33126. But the Board of Directors may from time to time, move the principal place of the office to any other address in the State of Florida.

**ARTICLE VII, DIRECTORS:**

The business of the Corporation shall be conducted by the Board of Directors, and the number of which Directors shall be fixed by the Stockholders at any regular or called meeting, but the number of Directors shall not be less than one. A majority of the Board shall constitute the quorum. The members of the Board of Directors shall be elected at the annual meeting of Stockholders, and the several officers, as the case may provide for in the by-laws, shall be elected by the Board of Directors at the meeting held immediately after the adjournment of the annual stockholders meeting.

405000017717

H 0 5 0 0 0 0 1 7 7 1 7

**ARTICLE VIII, FIRST BOARD OF DIRECTORS:**

The name and office address of the members of the first Board of Directors, who, subject to the provisions of the Certificate of Incorporation, the by-laws of the Corporation and Statutes of the State of Florida, shall hold office for the first year of the Corporation's existence, or until their successors have been elected and qualified are as follows:

Anolber Olivett Escalante Gomez  
7955 NW 12 Street  
Suite 400  
Miami, FL 33126

Esmeralda Del Valle Godoy Araque  
7955 NW 12 Street  
Suite 400  
Miami, FL 33126

**ARTICLE IX, SUBSCRIBERS:**

The proceeds of the stock subscribed for will be at least as much as the amount necessary to begin business. The name and place of residence of the Subscriber to the capital stock and the number of shares subscribed for are as follow:

Anolber Olivett Escalante Gomez  
7955 NW 12 Street  
Suite 400  
Miami, FL 33126

Esmeralda Del Valle Godoy Araque  
7955 NW 12 Street  
Suite 400  
Miami, FL 33126

**ARTICLE X, OFFICERS:**

The name and post office addresses of the incorporator, who subject to the provisions of this Certificate of Incorporation, the by-laws of the Corporation and the statutes of the State of Florida, shall hold office for the first year of the Corporation's existence, or until their successors have elected and qualified, are as follows:

Anolber Olivett Escalante Gomez  
7955 NW 12 Street  
Suite 400  
Miami, FL 33126

Esmeralda Del Valle Godoy Araque  
7955 NW 12 Street  
Suite 400  
Miami, FL 33126

H 0 5 0 0 0 0 1 7 7 1 7

H 05 000017717

**ARTICLE XI, AMENDMENT:**

These Articles of Incorporation may be amended in the manner provided by laws. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at the Stockholders' meeting by majority of the stocks entitled to vote thereon, unless all Directors and all Stockholders sign a written statement manifesting their intention that certain amendments to these Articles of Incorporation be made.

We, the undersigned, being the original subscribers to the capital stock and Articles of Incorporation, herein above name for the purpose of forming a Corporation to do business within and without the State of Florida, General Act of 1925, and all amendments hereto to make and file this Certificate hereby declaring that the facts herein stated are true and do respectively agree to take the number of shares of stock herein above set forth, and have accordingly set our hands and seal on this 21 day of January 2005.

[Signature]  
Anolber Olivett Escalante Gomez  
President/Treasurer

[Signature]  
Esmeralda Del Valle Godoy Araque  
Vice-President/Secretary

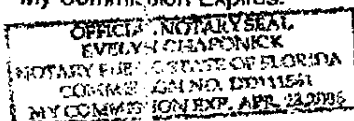
STATE OF FLORIDA     )  
                                  )SS  
COUNTY OF MIAMI-DADE)

I, HEREBY CERTIFY THAT, on this day, before me, a notary public, duly authorized in the State of Florida and County of Miami-Dade to take acknowledgement Anolber Escalante and Esmeralda Escalante personally to be the person (s) described as subscribers in and who execute the foregoing Articles of Incorporation.

WITNESS MY HAND AND OFFICIAL SEAL IN THE COUNTY AND STATE NAMED ABOVE THIS 21 DAY OF January 2005.

[Signature]  
NOTARY PUBLIC, STATE OF FLORIDA AT LARGE

My Commission Expires:



H 05 000017717

H 05 000 017717

**CERTIFICATE DESIGNING OF BUSINESS OF DOMICILE FOR THE SERVICE WITHIN THIS STATE. NAMING AGENT UPON PROCESS MAY BE SERVED.**

In pursuance of Chapter 48,901, Section 607.134 Florida Statutes, the Following is submitted, in the compliance with said act:

FIRST: **TERABYTE USA CORPORATION** desiring to organized under Laws of the State of Florida, with the principal Office, as indicated in the Articles of Incorporation, at the City of Miami County of Miami-Dade, State of Florida, has named Esmeralda Del Valle Godoy Araque located at 7955 NW 12 Street #400 Miami, Florida 33126 as its Agent accepts service of process within this State.

**ACKNOWLEDGEMENT:**

Having been named to accept services 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 provisions of said act relative to keeping open said office.

  
Esmeralda Del Valle Godoy Araque  
Registered Agent

FILED  
05 JAN 25 AM 8:17  
CLERK OF COURT  
STATE OF FLORIDA  
MIAMI COUNTY

H 05 000 017717