

Division of Corporations

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DIVISION OF CORPORATIONS
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Florida Department of State
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FLORIDA PROFIT CORPORATION OR P.A.

FAILAT CORP.

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ARTICLES OF INCORPORATION
of
FAILAT CORP.

ARTICLE I. NAME

The name of this corporation is FAILAT CORP.

ARTICLE II. NATURE OF BUSINESS

The corporation is organized for the purpose of transacting any lawful business for which corporations may be formed in Florida.

ARTICLE III. TERM OF EXISTENCE

The duration of the corporation is perpetual.

ARTICLE IV. CAPITAL STOCK

The corporation is authorized to issue 100 shares of common stock, par value \$1.00 per share.

ARTICLE V. ADDRESS

The principle address of the corporation is:

2121 PONCE DE LEON
SUITE 1050
CORAL GABLES, FL 33134

and the name of the initial registered agent of this corporation at this address is:

CONSULTING SERVICES OF SOUTH FLORIDA, INC.
2121 PONCE DE LEON
SUITE 1050
CORAL GABLES, FL 33134

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ARTICLE VI. INITIAL DIRECTORS

The corporation shall have one (2) directors, and the number of directors may be changed as provided in the bylaws, but shall never be less than one. The name and address of the initial director is:

ANTONIO LUIS FAILLACE
DIAGONAL 109, NO. 11-55
APT. 905
BOGOTA, COLOMBIA

PRESIDENT / SECRETARY / DIRECTOR

SILVIA FAILLACE
DIAGONAL 109, NO. 11-55
APT. 905
BOGOTA, COLOMBIA

VICE PRESIDENT / TREASURER / DIRECTOR

ARTICLE VII. INCORPORATOR

The name and addresses of the incorporator of this corporation are:

Antonio Garcia
2121 Ponce de Leon Blvd.,
Suite 1050
Coral Gables, FL 33134


Antonio Garcia

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ACCEPTANCE OF APPOINTMENT

OF

REGISTERED AGENT

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: FAILAT CORP.
2. The name and address of the registered agent and office is:

CONSULTING SERVICES OF SOUTH FLORIDA, INC.
2121 Ponce de Leon Blvd.
Suite 1050
Coral Gables, FL 33134

SIGNATURE *Antonia Garcia*
TITLE Incorporator
DATE March 14, 2005

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THE CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISION 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.

SIGNATURE *Antonia Garcia*
For: Consulting Services Of South Florida, Inc.
DATE March 14, 2005

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