

**P05000046827**  
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.

((H05000076896 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 : ADORNO & YOSS, PA  
Account Number : 072100000120  
Phone : (305) 860-7098  
Fax Number : (305) 858-4777

FILED  
05 MAR 29 AM 9:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FLORIDA PROFIT CORPORATION OR P.A.**

**ENGECOM NETWORKS INC.**

Certificate of Status	1
Certified Copy	1
Page Count	03
Estimated Charge	\$87.50

Electronic Filing Menu

Corporate Filing

Public Access Help

CJ332

3/30

FILED  
05 MAR 29 AM 9:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
ENGECOM NETWORKS INC.**

**ARTICLE I - NAME AND BUSINESS ADDRESS**

The name of this Corporation is Engecom Networks Inc. Its principal office address and business mailing address is 3225 Aviation Avenue, Suite 500, Miami, Florida 33133.

**ARTICLE II - DURATION**

The Corporation shall have a perpetual existence.

**ARTICLE III - PURPOSE**

The purpose of this Corporation is to engage in any activities or business permitted under the Laws of the United States and Florida.

**ARTICLE IV - CAPITAL STOCK**

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 10,000 shares of common stock, having a par value of \$.01 per share.

**ARTICLE V - INITIAL  
REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation shall be 2525 Ponce De Leon Boulevard, Suite 400, Coral Gables, Florida 33134, and the initial registered agent of this corporation at such office shall be Robert B. Macaulay, Esq., who upon accepting this designation agrees to comply with the provisions of Chapters 48 and 607, Florida Statutes as amended from time to time, with respect to keeping an office open for service of process.

**ARTICLE VI - INITIAL BOARD OF DIRECTORS**

The initial Board of Directors shall consist of one member. The number of directors may be increased or decreased from time to time by vote of the Board of Directors, but in no case shall the number of directors be less than one nor more than nine. The name and address of the director constituting the initial Board of Directors is:

<u>Name</u>	<u>Address</u>
Luiz Scarpelli	3225 Aviation Avenue Suite 500 Miami, Florida 33133

**ARTICLE VII - INCORPORATOR**

The name and street address of the person signing these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
Robert B. Macaulay, Esq.	2525 Ponce De Leon Boulevard Suite 400 Coral Gables, Florida 33134

Dated: March 29, 2005

  
Robert B. Macaulay, Esq., Incorporator

**ACCEPTANCE OF REGISTERED AGENT**

{MOR/212596.0001/M1332820\_1}

Having been named to accept service of process for Engecom Networks Inc., at the place designated in the Articles of Incorporation, Robert B. Macaulay, Esq. agrees to act in this capacity and is familiar with, and accepts, the obligations of such position, and agrees to comply with the provisions of Section 48.091, Florida Statutes, relative to keeping open such office.

Dated: March 29, 2005

  
Robert B. Macaulay, Esq.

FILED  
05 MAR 29 AM 9:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA