

Division of Corporations

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Florida Department of State
Division of Corporations
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To:

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

From:

Account Name : ARES & COMPANY, C.P.A., P.A.
Account Number : I20000000268
Phone : (305) 229-8256
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FLORIDA PROFIT CORPORATION OR P.A.

GRUPO EDITORIAL EL VENEZOLANO, INC.

Certificate of Status	0
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**ARTICLES OF INCORPORATION
GRUPO EDITORIAL EL VENEZOLANO, INC.**

The undersigned, for the purpose of forming a corporation under the laws of the State of Florida, does hereby adopt the following Articles of Incorporation:

ARTICLE I: NAME

The name of the corporation is: **GRUPO EDITORIAL EL
VENEZOLANO, INC.**

ARTICLES II: DURATION

The period of duration of this corporation is perpetual unless dissolved according to law. Corporate existence shall commence upon the filing of these Articles of Incorporation.

ARTICLES III: INITIAL REGISTERED OFFICE AND AGENT

The initial Registered Office and Agent of this Corporation shall be:

**SILVIA BELLO
10400 N.W. 33 STREET SUITE 230
DORAL Florida 33172**

**PREPARED BY: Dorys Martinez
11402 N.W. 41 STREET SUITE 211
DORAL Florida 33178
Phone: (305) 470-2429
Fax: (305) 477-6638**

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ARTICLES IV: PRINCIPAL PLACE OF BUSINESS

The principal office address of this corporation is:

SILVIA BELLO
10400 N.W. 33 STREET SUITE 230
DORAL Florida 33172

ARTICLES V: PURPOSES

The purpose for which the corporation is formed and the business and objects to be carried on and promoted by it are as follows:
To transact any lawful business for which corporations may incorporate under the Florida General Corporation Act.
To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The number of persons constituting the Board of Directors of this corporation shall be (3) Officer Initially to hold office until the first annual meeting of stockholders and his successor shall have been duly elect and qualified, or until his earlier resignation, removal from office or death. The number of Officer may be either increased or decreased from time to time in accordance with the By-laws of the Corporation. The name and positions of the Initial Officers are:

OSWALDO MUNOZ
CARLOS MENDEZ
SILVIA BELLO

PRESIDENT
VICE-PRESIDENT
SECRETARY/TREASURE

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ARTICLE VII: CAPITAL STOCK

The aggregate number of shares which the corporation shall have authority to issue is the total sum of 100 shares, having an individual par value of One Dollar (\$ 1.00) per share. The consideration to be paid for each share shall be fixed by the board of directors but in no event shall be less than One Dollar (\$1.00). Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

ARTICLE VIII: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is:

SILVIA BELLO
10400 N.W. 33 STREET SUITE 230
DORAL Florida 33172

ARTICLE IX: PREEMPTIVE RIGHTS

Every stockholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE X: AMENDMENTS

This corporation reserves the right to amend or repeal the provisions of these Articles of Incorporation or any amendments hereto, and any rights conferred upon the shareholders are subject to this reservation

ARTICLE XI: SHAREHOLDERS:

OSWALDO MUNOZ **100%**

In witness whereof, the undersigned incorporator has executed these of Incorporation this 27 days of September, 2005


SILVIA BELLO
Incorporate

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CERTIFICATE OF DESIGNATION

REGISTERED AGENT & REGISTERED OFFICE

Pursuant to the provisions of the 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:

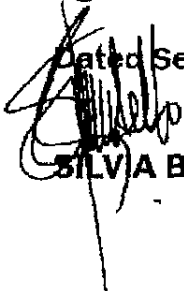
The name of this corporation is: **GRUPO EDITORIAL EL VENEZOLANO, INC.**

The name and address of the Register Agent and Registered office is:

SILVIA BELLO
10400 N.W. 33 STREET SUITE 230
DORAL Florida 33172

Having been 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 this capacity. I further agree to comply with the provisions 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.

Dated September 27, 2005


SILVIA BELLO

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