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Florida Department of State  
Division of Corporations  
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To:

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Fax Number : (850) 205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 634-3694  
Fax Number : (305) 633-9696

**FLORIDA PROFIT/NON PROFIT CORPORATION**

**bam technology latin america, inc.**

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**ARTICLES OF INCORPORATION  
OF  
BAM TECHNOLOGY LATIN AMERICA, INC.**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I - NAME**

The name of the corporation is: **BAM TECHNOLOGY LATIN AMERICA, INC.**

**ARTICLE II - NATURE OF BUSINESS**

This corporation may engage in any activity of business permitted under the laws of the United States, any State, or any foreign country.

**ARTICLE III - CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of Common Stock with a par value of \$0.01 per share.

All the aforementioned stock is to be issued as fully paid for and exempt from assessment.

The capital stock may be paid for in money, property, labor or services, at a just valuation to be fixed by the Board of Directors.

**ARTICLE IV - TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE V - DIRECTORS**

This corporation shall have two directors. The number of directors may be

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increased or decreased from time to time in such manner as may be prescribed by the bylaws. Directors need not be stockholders or residents of Florida.

This corporation is empowered to indemnify any officer, director, or shareholder in accordance with the Florida Statutes, as now and hereinafter amended.

#### **ARTICLE VI - INITIAL DIRECTOR**

The name and address of each member of the first Board of Directors are:

Gonzalo Beytia  
8405 NW 53rd Street, Suite 212, Miami, FL 33166

Ofelia Gonzalez Anleo  
8405 NW 53rd Street, Suite 212, Miami, FL 33166

#### **ARTICLE VII - SUBSCRIBERS**

The name and address of each subscriber of these Articles of Incorporation are:

Ofelia Gonzalez Anleo  
8405 NW 53rd Street, Suite 212, Miami, FL 33166

#### **ARTICLE VIII - BYLAWS**

The power to adopt, alter, amend, or repeal bylaws shall be vested in the stockholders.


#### **ARTICLE IX - CALLING OF SPECIAL MEETINGS**

Special meetings of stockholders may be called by a majority of the stockholders.

#### **ARTICLE X - STOCKHOLDER QUORUM AND VOTING**

A majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of the stockholders.

If a quorum is present, the affirmative vote of a majority of the shares represented at the meeting and entitled to vote on the subject matter shall be the act



of the stockholders.

#### **ARTICLE XI - AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders meeting by the majority of the stock entitled to vote thereon.

#### **ARTICLE XII - AFFILIATED TRANSACTIONS**

This corporation elects not to be governed by the section of the Florida Business Corporation Act, as hereafter might be amended, dealing with affiliated transactions.

#### **ARTICLE XIII - INITIAL PRINCIPAL OFFICE OR MAILING ADDRESS**

The initial principal office or mailing address is as follows:

8405 NW 53rd Street, Suite 212, Miami, FL 33166

The principal place of business may be changed by a majority of the members of the board of directors present at a validly convened meeting.

**IN WITNESS WHEREOF**, the Subscriber of these Articles of Incorporation has hereunto set his hand and seal this \_\_\_\_ day of January 2006.

  
\_\_\_\_\_  
Ofelia Gonzalez Anleo

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

In compliance with Florida Statutes, the following is submitted. First - that  
BAM TECHNOLOGY LATIN AMERICA, INC. desiring to organize under the laws of the  
State of Florida with its principal office at 8405 NW 53rd Street, Suite 212, Miami, FL  
33166, has named Ofelia Gonzalez Anleo located at 8405 NW 53rd Street, Suite 212,  
Miami, FL 33166, as its agent to accept service of process within this State.

**ACKNOWLEDGMENT  
(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. The registered agent is familiar with, and accepts, the obligations provided  
under the Florida Business Corporation Act.

**REGISTERED AGENT: Ofelia Gonzalez Anleo**

  
Ofelia Gonzalez Anleo  
8405 NW 53rd Street, Suite 212, Miami, FL 33166

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