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2006 JUN -5 PM 2: 11
SECRETARY OF STATE
AHASSEE, FLORIDA

COVER LETTER

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

SUBJECT: EDITORIAL CARTOTECNICA CENTROAMERICANA, S.A., INC. (PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:	
\$70.00 \$78.75 Filing Fee Filing Fee & Certificate of Status	S78.75 S87.50 Filing Fee Filing Fee, & Certified Copy Certified Copy & Certificate of Status ADDITIONAL COPY REQUIRED
FROM: GASTON R. ALVAREZ, P.A. Name (Printed or typed)	
2701 S. LE JEUNE RO	DAD, STE. 407 Address
CORAL GABLES, FLORIDA 33134 City, State & Zip	
305-443-3812 Daytime	Telephone number

NOTE: Please provide the original and one copy of the articles.

AFFIDAVIT

STATE OF FLORIDA

:88

COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned authority, on this day personally appeared EVELIO W. LEY, as Incorporator of EDITORIAL CARTOTECNICA CENTROAMERICANA, S.A., INC., known to me to be the person who subscribed his name below, who after having first been duly sworn by me, on oath deposes and says:

- 1. That affiant is the former Incorporator of EDITORIAL CARTOTECNICA CENTROAMERICANA, S.A., INC.
- 2. That on June 2, 2006, Article of Dissolution of EDITORIAL CARTOTECNICAL CENTROAMERICANA, S.A., INC., was filed with the Office of the Secretary of State.
- 3. That EVELIO W. LEY, former Incorporator, has no intentions of revoking said Articles of Dissolution of EDITORIAL CARTOTECNICA CENTROAMERICANA, S.A., INC.

4. That affiant further states that FRANCISCO M. ABASCAL and GASTON R. ALVAREZ, ESQ., have the right to use the name of EDITORIAL CARTOTECNICA CENTROAMERICANA, S.A., INC., by filing Articles of Incorporation.

EVELIO W. LEY, Affiant

SWORN TO AND SUBSCRIBED before me this 2nd day of June, 2006, by EVELIO W. LEY, who produced the sould be subscribed as identification.

GASTON R. ALVAREZ
MY COMMISSION # DD375083
EXPIRES: February 19, 2009
1800-3-NOTARY
FI. Notary Discount Assoc. Co.

Notary Public, State of Florida

Print Notary Signature

My Commission Expires:

ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

FILED

ARTICLE I NAME

The name of the corporation shall be:

EDITORIAL CARTOTECNICA CENTROAMERICANA, S.A., INC.

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailing address is:

2701 S. LE JEUNE ROAD, STE. 407, CORAL GABLES, FLORIDA 33134

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

ANY AND ALL LAWFUL BUSINESS

ARTICLE IV SHARES

The number of shares of stock is: 100 SHARES

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

List name(s), address(es) and specific title(s):

ABASCAL, FRANCISCO M. 2701 S. LE JEUNE ROAD, STE. 407 CORAL GABLES, FL 33134

ARTICLE VI REGISTERED AGENT

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

GASTON R. ALVAREZ, ESQ. 2701 S. LE JEUNE ROAD, STE. 407 CORAL GABLES, FLORIDA 33134

ARTICLE VII INCORPORATOR

The <u>name and address</u> of the Incorporator is:

GASTON R. ALVAREZ, ESQ. 2701 S. LE JEUNE ROAD, STE. 407 CORAL GABLES, FL 33134

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

Signature/Registered Agent

Date

06/02/2006

Date

06/02/2006

Date