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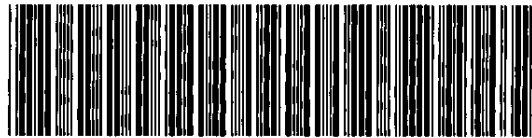
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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Socover USA Corp.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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NEW FILINGS

- ☒ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

Examiner's Initials

**ARTICLES OF INCORPORATION
OF**

SOCOVEN USA CORP.

**The undersigned incorporator (s) hereby forms the following
corporation Under the laws of the State of Florida:**

ARTICLE I

NAME:

SOCOVEN USA CORP.

**The principal place of business and mailing address of this
corporation shall be: 8891 SW 220 Street
Miami , Fl 33190**

ARTICLE II

PURPOSE:

**The corporation is organized to engage in any and all business
permitted under the laws of the State of Florida.**

ARTICLE III

CAPITAL STOCK:

**The maximum number of shares of stocks which this
corporation is authorized to issue is 10000 shares of \$ 1.00 par value,
common stock. Said shares of stock may be issued only for a
consideration having a fair value as may be determined by the board
of directors.**

ARTICLE IV

TERM OF EXISTENCE:

**This corporation is to exist perpetually from the date
these Articles are filed with the Department of State, subject to the
laws of the State of Florida.**

ARTICLE V

REGISTERED AGENT AND OFFICE:

**This Initial Registered Agent and the principal address of
the initial Registered Office of this corporation shall be:**

HENRY ANEZ

8891 SW 220 Street - Miami , FL 33190

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ARTICLE VI
DIRECTORS:

This corporation shall have two (2) directors initially. The number of directors may be changed from time to time in accordance with by-law adopted by the directors, but the number shall never be less than one (1). The name and street address of the initial director of the corporation is:

JULIO C. MARTINEZ	EDGAR E. MARTINEZ	ELIO QUINTERO
President	Vicepresident	Manager
8891 SW 220 St.	8891 SW 220 St.	8891 SW 220 St.
Miami, Fl 33190	Miami, Fl 33190	Miami, Fl 33190

ARTICLE VII
INCORPORATORS:

The name and street address of the incorporators are:

SOCOVEN INGENIERIA C.A.	-	SOCOVEN C.A.
By: Julio C. Martinez		By: Julio C. Martinez
40 % shares		60 % shares
Centro Comercial Cocunut Center		Prolong.Ave.5 Via El Tablazo
Local 2-01		(Pequiven S.A.)
Avenida Principal Lecherias		Sector La Curva del Pato
Estado Anzoategui - Venezuela		Los Puertos de Atagracia
		Estado Zulla - Venezuela

ARTICLE VIII
PREEMPTIVE RIGHTS:

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others

ARTICLE IX
CUMULATIVE VOTING:

At each election for Directors, cumulative voting by shareholders as set forth in Florida Statutes, Chapter 607.097 (4) shall be allowed.

**ARTICLE X
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 stockholder's meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned incorporators have hereunto set its hands and seals this 29 day of JUNE 2006.-



**JULIO C. MARTINEZ
For: SOCOVEN INGENIERIA C.A.**



**JULIO C. MARTINEZ
For: SOCOVEN C.A.**

ACCEPTANCE BY REGISTERED AGENT:

Having been named to accept service of process for the Above named corporation, at the place designed in these Articles, I Hereby accept this appointment and agree to comply with the provisions of Chapter 48.091 Florida Statutes, relative to keeping open said offices.



**HENRY ANEZ
REGISTERED AGENT**

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