

P08000024402

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.

((H08000059357 3)))



H080000593573ABC4

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) 617-6381

From: Account Name : DORAL INCOME TAX AND CORPORATE FILING SERVICE  
Account Number : 1200/0000081  
Phone : (305) 436-0979  
Fax Number : (305) 592-5575

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2008 MAR -6 PM 2:21

FILED

FLORIDA PROFIT/NON PROFIT CORPORATION

TRANSORGA TRADING USA, INC.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

DIVISION OF CORPORATION

08 MAR -6 PM 4:44

RECEIVED

Electronic Filing Menu

Corporate Filing Menu

Help

CF.3-7

FILED

2008 MAR -6 PM 2: 21

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

(((H08000059357 3)))

**ARTICLES OF INCORPORATION**

OF

**TRANSORGA TRADING USA, INC.**

I, the undersigned, hereby set forth these articles for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, rights, privileges, and immunities of corporation for profit.

**ARTICLE ONE**

The name of the corporation shall be: **TRANSORGA TRADING USA, INC.**

**ARTICLE TWO**

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

**ARTICLE THREE**

The maximum number of shares of stock with \$1 par value that this corporation is authorized to have outstanding at any one time is Five Hundred (500) Shares.

**ARTICLE FOUR**

The amount of capital with which this corporation will begin business will be not less than Five Hundred (\$500.00) Dollars.

**ARTICLE FIVE**

This corporation is to have perpetual existence.

**ARTICLE SIX**

The principle office of this corporation shall be at *6701 Sunset Drive, Suite #101, South Miami, Florida, 33143* and the Initial Resident Agent at such address is *Pedro M. Gallinar*.

**ARTICLE SEVEN**

The number of Directors shall be not less than one.

(((H08000059357 3)))

((H08000059357 3))

**ARTICLE EIGHT**

The name and post office address of the first Director, who, subject to the provisions of the Articles of Incorporation, the by-laws and the corporation laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until his successor is elected and has qualified, is:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
Rodrigo Khouri Duarte	Marcy Building, 2 <sup>nd</sup> Floor Purcell Estate, Road Town Tortola, British Virgin Island

**ARTICLE NINE**

The name and post office address of the Subscriber to the stock and the number of shares that he/she agrees to take, is as follows, to-wit:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>	<b><u>OFFICE</u></b>	<b><u>SHARES</u></b>
Rodrigo Khouri Duarte	Same as above	President	500

The proceeds of the stock subscribed for will be at least as much as the amount necessary to begin business.

**ARTICLE TEN**

The corporation shall have the further right and power to:

From time to time determine whether and to what extent and at what times and places and under what conditions and regulations, the accounts and books of the corporation (other than the stock book) or any of them shall be open to inspection of Stockholders; and no Stockholder shall have any right of inspecting any account, book or document of this corporation except as conferred by statute, unless authorized by a resolution of the Stockholders or Board of Directors.

The corporation may in it's by-laws confer powers upon it's Board of Directors or Officers, in addition to the foregoing and in addition to the powers authorized and expressly conferred by statute.

((H08000059357 3))

((H08000059357 3))

Both Stockholders and Directors shall have power, if the by-laws so provide, to hold their respective meetings, and to have one or more offices within or without the State of Florida, and to keep the books of this corporation (subject to the provisions of the statutes) outside the State of Florida, at such places as may from time to time be designated by the Board of Directors.

The corporation reserves the right to amend, alter, change or repeal any provision contained in the Articles of Incorporation, in this manner now or hereafter prescribed by statute, and all right conferred upon Stockholders herein are granted subject to this reservation.

I, THE UNDERSIGNED, being the original subscriber to the capital stock hereinabove named for the purpose of forming a corporation for profit to do business both within and without the State of Florida, do hereby make, subscribe, acknowledge and file these Articles, hereby declaring and certifying that the facts herein stated are true, and do respectively agree to take the number of shares of stock hereinabove set forth, and accordingly have hereunto set my hand and seal this 6<sup>th</sup> day of March, 2008.

X   
Rodrigo Khouri Duarte, President

((H08000059357 3))

((H08000059357 3))

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

**IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:**

**FIRST - THAT TRANSORGA TRADING USA, INC.**

**DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH IT'S PRINCIPAL PLACE OF BUSINESS AT:**

**CITY OF: SOUTH MIAMI**

**STATE OF: FLORIDA**

**HAS NAMED PEDRO M. GALLINAR  
Registered Agent**

**LOCATED AT: 6701 Sunset Drive, Suite #101  
South Miami, Florida 33143**

**STATE OF FLORIDA, AS IT'S AGENT ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.**

**SIGNATURE: [Signature]  
TITLE: President**

**DATE: X 3.6.08**

2008 MAR -6 PM 2: 21  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.**

**SIGNATURE: [Signature]  
Registered Agent**

**DATE: X 3-6-08**

((H08000059357 3))