

Florida Department of State  
Division of Corporations  
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COR AMND/RESTATE/CORRECT OR O/D RESIGN  
CELLULAR INSTRUMENTS, INC.

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Articles of Amendment  
to  
Articles of Incorporation  
of

CELLULAR INSTRUMENTS INC

(Name of corporation as currently filed with the Florida Dept. of State)

P08000055463

(Document number of corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

(must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")

AMENDMENTS ADOPTED - (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: (BE SPECIFIC)

Article VII: DELETE: MARLAND VALDEZ  
OSCAR S. KONDRATZKY

Article VII:  
ADD: MARCELO PERULENA, President  
ANDRES DEL TORO, Vice Pres.

(Attach additional pages if necessary)

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

(continued)

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The date of each amendment(s) adoption: 5/17/11

Effective date if applicable: 5/17/11  
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

- ☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by \_\_\_\_\_"  
(voting group)

- ☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 9th day of May, 2011.

Signature

[Signature]  
(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

OSCAR S. KONDRATZKY  
(Typed or printed name of person signing)

PRESIDENT  
(Title of person signing)

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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Celular Instruments Inc  
(NAME OF CORPORATION)

HAVING BEEN NAMED AS REGISTERED AGENT AND TO  
ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED  
CORPORATION AT THE PLACE DESIGNATED IN THE ARTICLES  
OF INCORPORATION, 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.



REGISTERED AGENT

MARCELO PERULENA

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PURCHASE AND SALE AGREEMENT MADE BY AND BETWEEN OSCAR S. KONDRAITZKY OF CELLULAR INSTRUMENTS, INC. (SELLER) AND MARCELO PERULENA AND ANDRES DEL TORO (BUYERS).

WHEREAS, FOR GOOD CONSIDERATION THE PARTIES MUTUALLY AGREE THAT

ONE THOUSAND SHARES OF CELLULAR INSTRUMENTS, INC.  
7640 NW 25 ST.  
UNIT 102  
MIAMI, FL 33122

1. SELLER AGREES TO SELL AND BUYERS AGREE TO BUY THE ABOVE DESCRIBED SHARES.
2. BUYERS AGREE TO PAY TO SELLER AND SELLER AGREES TO ACCEPT AS TOTAL PURCHASE PRICE THE SUM OF \$30,000 CASH PAYABLE AS FOLLOWS:

THIS AMOUNT WILL BE PAID ON MAY 17, 2011.

3. SELLER WARRANTS SHE HAS GOOD AND LEGAL BUSINESS, FULL AUTHORITY TO SELL, AND SHARES SHALL BE SOLD BY WARRANTY BILL OF SALE FREE AND CLEAR OF ALL LIENS, ENCUMBRANCES, LIABILITIES AND ADVERSE CLAIMS OF EVERY NATURE AND DESCRIPTION WHATSOEVER.
4. SAID SHARES ARE SOLD IN "AS IS CONDITION" SELLER DISCLAIMING ANY WARRANTY OF MERCHANTABILITY, FITNESS OR WORKING ORDER OR CONDITION OF THE SHARES IN THIS BUSINESS EXCEPT THAT IT SHALL BE SOLD IN ITS PRESENT CONDITION, REASONABLE WEAR AND TEAR EXPECTED.
5. THE PARTIES AGREE TO TRANSFER THE SHARES ON MAY 17, 2011.
6. THIS AGREEMENT SHALL BE BINDING UPON AND INURE TO THE BENEFITS OF THE PARTIES, THEIR SUCCESSORS, ASSIGNS AND PERSONAL REPRESENTATIVES.

WITNESS Sandra Math SELLER [Signature] 5/17/11  
WITNESS [Signature] BUYER [Signature] 5/17/11

SWORN AND SUBSCRIBED BEFORE ME ON THIS 17th DAY OF MAY 2011.

[Signature]  
NOTARY PUBLIC

NOTARY PUBLIC STATE OF FLORIDA  
Miriam M. Perez  
Commission # DD725620  
Expires: JAN. 31, 2012  
BOSTON TRADING & FINANCIAL CO., INC.

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