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ons RICARDO MARTINEZ

NO. 67

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FLORIDA PROFIT/NON PROFIT CORPORATION  
COMERCIALIZADORA LGT OF AMERICA INC.

Certificate of Status	1
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RICARDO MARTINEZ

NO. 672

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FLORIDA BAR NO. 157029 / AUDIT NUMBER: H10 000025291 3

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
COMERCIALIZADORA LGT OF AMERICA INC.**

Article I - Name

The name of this corporation is **COMERCIALIZADORA LGT OF AMERICA INC.**

Article II - Purpose

This corporation is organized as a wholly owned subsidiary of COMERCIALIZADORA LGT , C.A., a Venezuelan corporation, to actively participate in commerce, and for all other lawful businesses.

Article III- Capital Stock

This corporation is authorized to issue One Million (1,000,000) shares of One and No/100 (\$1.00) Dollars par value common stock.

Article IV - Preemptive Rights

Every shareholder, upon the sale for cash of any new common stock of this corporation, shall have the right to purchase his pro-rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article V - Initial Principal, Registered Office and Agent

The initial principal address of this corporation is 218 SE 14 Street, Unit 2105, Miami, Florida 33131. The name of the initial Registered Agent of this Corporation is Ricardo Martinez-Cid, of 1699 Coral Way, Suite 510, Miami, Florida 33145.

Article VI - Initial Board of Directors and Officers

This corporation shall have four (4) directors initially. The number of directors may either increase or diminish, from time to time by the by-laws, but shall never be less than one (1). The initial directors of this corporation are Oswaldo Nieto Donis, who will also serve as initial President, Marian Del Carmen Bello Luy, who will also serve as initial Secretary-Treasurer, Jose Luis Bello Luy, who will also serve as initial vice-president, and Pedro Vicente Bello Luy, who will also serve as initial vice-president, all of 218 SE 14 Street, Unit 2105, Miami, Florida 33131.

Prepared by: Ricardo Martinez-Cid

1699 Coral Way, Suite 510, Miami, Florida 33345-2860

Telephone (305) 859-7494/ Facsimile (305) 858-2513

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Article VII - Incorporator

The name and address of the person signing these Articles is Ricardo Martinez-Cid, Esq., of 1699 Coral Way, Suite 510, Miami, Florida 33145, as attorney, for and on behalf of COMERCIALIZADORA LGT, C.A., a Venezuelan corporation, of 218 SE 14 Street, Unit 2105, Miami, Florida 33131.

Article VIII - Beginning of Corporate Existence

This corporation shall begin its corporate existence five (5) days before these articles are filed with the State of Florida, Secretary of State.

Article IX - By-Laws

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

IN WITNESS WHEREOF, the undersigned incorporated has executed these Articles of Incorporated, this February 4, 2010.

  
\_\_\_\_\_  
Ricardo Martinez-Cid

Prepared by: Ricardo Martinez-Cid  
1699 Coral Way, Suite 510, Miami, Florida 33345-2860  
Telephone (305) 859-7494/ Facsimile (305) 858-2513  
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RICARDO MARTINEZ.

NO. 672 P. 5

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STATE OF FLORIDA       )  
                              ) S.S.  
COUNTY OF MIAMI-DADE )

BEFORE ME, the undersigned Notary Public, personally appeared Ricardo Martinez-Cid, who provided his Florida driver's license as identification, and he acknowledged before me that he executed the foregoing articles of incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Miami, Miami-Dade County, Florida, this February 4, 2010.

  
\_\_\_\_\_  
NOTARY PUBLIC  
STATE OF FLORIDA



Prepared by: Ricardo Martinez-Cid  
1699 Coral Way, Suite 510, Miami, Florida 33345-2860  
Telephone (305) 859-7494/ Facsimile (305) 858-2513  
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SECRETARY OF STATE  
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**CERTIFICATE DESIGNATING THE ADDRESS AND**

**AN AGENT UPON WHOM PROCESS MAY BE SERVED**

WITNESSETH:

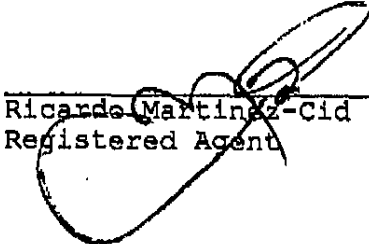
That COMERCIALIZADORA LGT OF AMERICA INC., desiring to organize under the laws of the State of Florida, which will have its principal office in the State of Florida, County of Miami-Dade, has named Ricardo Martinez-Cid, located at 1699 Coral Way, Suite 510, Miami, Florida 33145, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named by the first Board of Directors of

**COMERCIALIZADORA LGT OF AMERICA INC.**

to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby agree to act in the capacity of Registered Agent for said corporation, and agree to comply with the applicable provisions of the Florida Statutes this February 4, 2010.

  
\_\_\_\_\_  
Ricardo Martinez-Cid  
Registered Agent

Prepared by: Ricardo Martinez-Cid  
1699 Coral Way, Suite 510, Miami, Florida 33145-2860  
Telephone (305) 859-7494/ Facsimile (305) 858-2513  
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