

Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 617-6381

From:

Account Name : ARAZOZA, COMAS, DE TORRES & FERNANDEZ-FRAGA, P.A.
Account Number : 076624003440
Phone : (305) 444-6226
Fax Number : (305) 442-4829

**Enter the email address for this business entity to be used for the annual report mailings. Enter only one email address please.

Email Address:

DOMESTICATION

SIERRA DEL MAR OVERSEAS, CORP.

Certificate of Status	1
Certified Copy	0
Page Count	06
Estimated Charge	\$128.75

RECEIVED

10 SEP 24 PM 4:13

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10 SEP 24 PM 12:45

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MRS 9/27

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Corporate Filing Menu

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COVER LETTER

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

SUBJECT: SIERRA DEL MAR OVERSEAS CORP.

Enclosed is an original and one (1) copy of the Certificate of Domestication and a check for:

FEES:

Certificate of Domestication	\$ 50.00
Articles of Incorporation and Certified Copy	\$ 78.75
Total to domesticate and file	\$128.75

OPTIONAL:

Certificate of Status \$ 8.75

LAURA KOHN
Name (printed or typed)

2100 SALZEDO STREET, SUITE 300
Address

CORAL GABLES, FL, 33134
City, State & Zip

(305) 444-6226 x 233
Daytime Telephone Number

LAURA@ARAZOZA.COM
E-mail address: (to be used for future annual report notification)

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FILED**CERTIFICATE OF DOMESTICATION**

10 SEP 24 PM 12:45

The undersigned, CARLOS LEONARDO CATTANEO, DIRECTOR SECRETARY OF STATE
 (Name) (Title) TALLAHASSEE FLORIDA

of SIERRA DEL MAR OVERSEAS LTD. a foreign corporation,
 (Corporation Name)

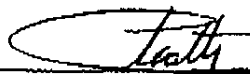
in accordance with s. 607.1801, Florida Statutes, does hereby certify:

1. The date on which corporation was first formed was JANUARY 31, 2000.
2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was BRITISH VIRGIN ISLANDS.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was SIERRA DEL MAR OVERSEAS LTD.
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to s. 607.0202 and 607.0401 with this certificate is SIERRA DEL MAR OVERSEAS CORP.
5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the corporation, or any other equivalent jurisdiction under applicable law, immediately before the filing of the Certificate of Domestication was BRITISH VIRGIN ISLANDS.
6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s. 607.1801.

I am the DIRECTOR, of SIERRA DEL MAR OVERSEAS LTD.

and am authorized to sign this Certificate of Domestication on behalf of the corporation and have done

so this the 24th day of SEPTEMBER, 2010



(Authorized Signature)

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 10 SEP 24 PM 12:45
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 TALLAHASSEE FLORIDA

Filing Fee:

Certificate of Domestication	\$ 50.00
Articles of Incorporation and Certified Copy	\$ 78.75
Total to domesticate and file	\$128.75

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10 SEP 24 PM 12:45

SECRETARY OF STATE
TALLAHASSEE FLORIDA

CERTIFICATE OF INCORPORATION

OF

SIERRA DEL MAR OVERSEAS, CORP.

The undersigned incorporators to these articles of incorporation hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I
NAME

The name of this corporation is SIERRA DEL MAR OVERSEAS, CORP.

ARTICLE II
GENERAL NATURE OF BUSINESS

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

ARTICLE III
CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a nominal or par value of One (\$1.00) Dollar per share. All said shares shall be payable in cash, property, labor or services at a valuation to be fixed by the Board of Directors at a meeting called for that purpose. Property, labor or services may be purchased or paid for with capital stock at a just valuation to be fixed by the Board of Directors.

ARTICLE IV
INITIAL CAPITAL

The amount of capital with which this corporation will begin business is not less than \$100.

ARTICLE V
TERM OF EXISTENCE

This corporation is to exist perpetually.

Prepared by: Carlos F. Arazoza
2100 Salzedo Street Suite 300
Coral Gables, Florida 33134
Phone: (305) 444-6226
Florida Bar N° 0698806

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ARTICLE VI
ADDRESS

The initial principal office and mailing address of this corporation in the State of Florida is 9559 COLLINS AVE APT 401, SURFSIDE, FL 33154. The Board of Directors may from time to time move the principal office to another address in Florida.

ARTICLE VII
DIRECTORS

This corporation shall have not less than one director, however, the number of directors may be increased or diminished from time to time by By-laws adopted by the Stockholders, but shall never be less than one. The name and address of the initial director which shall serve until his replacements assume his position is:

<u>Name</u>	<u>Address</u>
CRISTINA RITA CATTANEO	9559 COLLINS AVE APT 401 SURFSIDE, FL 33154
CARLOS LEONARDO CATTANEO	9559 COLLINS AVE APT 401 SURFSIDE, FL 33154

ARTICLE VIII
INITIAL OFFICERS

The names offices and addresses of the initial officers which shall serve until their replacements assume their positions are:

<u>Office</u>	<u>Name</u>	<u>Address</u>
President	CARLOS LEONARDO CATTANEO	9559 COLLINS AVE APT 401 SURFSIDE, FL 33154
Secretary	CRISTINA RITA CATTANEO	9559 COLLINS AVE APT 401 SURFSIDE, FL 33154

ARTICLE IX
INCORPORATOR

The name and mailing address of the incorporator of these articles of incorporation is CARLOS LEONARDO CATTANEO of 9559 COLLINS AVE APT 401, SURFSIDE, FL 33154.

ARTICLE X
AMENDMENT

These articles of incorporation may be amended in the manner provided by law. Every

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amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these articles of incorporation be made.

ARTICLE XI
REGISTERED OFFICE AND REGISTERED AGENT

SIERRA DEL MAR OVERSEAS, CORP, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at the County of Miami-Dade, State of Florida, hereby designates ARAZOZA & FERNANDEZ-FRAGA P.A., as its Registered Agent, to accept services within the State. The registered office of the corporation shall be 2100 Salzedo Street Suite 300 Coral Gables, FL 33134.

WITNESS the hand and seal of the incorporator in Miami-Dade County, State of Florida, the 24th day of September, 2010



CARLOS LEONARDO CATTANEO

STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 24th day of September, 2010, by CARLOS LEONARDO CATTANEO, the incorporator, for and on behalf of SIERRA DEL MAR OVERSEAS, CORP. He is personally known to me or presented his FL DRIVER'S LLC and he did take an oath.

WITNESS my hand and seal at Coral Gables, Miami-Dade County, Florida this 24th day of September, 2010

NOTARY PUBLIC-STATE OF FLORIDA
Laura Kohn
Commission #DD770888
Expires: MAY 16, 2012
THRU ATLANTIC BONDING CO., INC.

NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE

My commission expires:

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10 SEP 24 PM 12:45
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

SECRETARY OF STATE
TALLAHASSEE FLORIDA

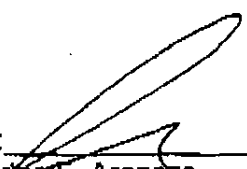
Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

SIERRA DEL MAR OVERSEAS, CORP


2. The name and address of the registered agent is:

Arazoza & Fernandez-Fraga P.A.
2100 Salzedo Street, Suite 300
Coral Gables, FL 33134

By: 
Carlos F. Arazoza
Dated the 23 day of September, 2010

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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.

Arazoza & Fernandez-Fraga P.A.

By: 
Carlos F. Arazoza,
Director
Dated the 23 day of September, 2010

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