

Jan 12 2011 2:27 PM

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Florida Department of State  
Division of Corporations  
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**FLORIDA PROFIT/NON PROFIT CORPORATION**  
**Tellflex Corp.**

Certificate of Status	0
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ARTICLES OF INCORPORATION OF

Tellflex Corp.

\_\_\_\_\_  
(Name of Corporation)

ARTICLE I – NAME

The name of this corporation is:

Tellflex Corp.

with the principal place of business and mailing address at:

245 SE 1<sup>st</sup> Street, Ste 225  
Miami, FL 33131

ARTICLE II – PURPOSE

This corporation shall have perpetual existence and it may engage in any and all lawful businesses under the laws of the United States and the State of Florida.

ARTICLE III – CAPITAL STOCK

The corporation is authorized to issue 1,000 shares of common stock of no par value each share.

ARTICLE IV – INITIAL REGISTERED OFFICE

The street address of the Registered Office of this corporation is:

245 SE 1<sup>st</sup> Street, Suite 225  
Miami, FL 33131

The name of the initial Registered Agent of this corporation is:

Martti Kalkas

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ARTICLE V - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one (1). The initial directors of this corporation are:

Luiz Roberto L Paccos; President  
Rua Helena 15 Apt 103 Bl 03  
Sao Paulo, SP 04552 Brazil

Alexandre J Azzoni; Vice-President  
Av. Jonia 173, Apt 131, Brooklin Velho  
Sao Paulo, SP 04634 Brazil

ARTICLE VI - INITIAL SHAREHOLDERS

The initial shareholders of this corporation are

Luiz Roberto L Paccos ..... 510 shares  
Rua Helena 15 Apt 103 Bl 03  
Sao Paulo, SP 04552 Brazil

Alexandre J Azzoni ..... 490 shares  
Av. Jonia 173, Apt 131, Brooklin Velho  
Sao Paulo, SP 04634 Brazil

ARTICLE VII - INCORPORATORS

The name of and address of the person signing this article is:

Martti Kalkas  
245 SE 1<sup>st</sup> Street, Ste 225  
Miami, FL 33131

ARTICLE VIII - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officers or directors to the full extent permitted by law.

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**ARTICLE IX - MANAGEMENT OF CORPORATION BY SHAREHOLDERS**

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the director of, or shareholders of this corporation.

**ARTICLE X - 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 incorporator has executed these Articles of Incorporation this 11<sup>th</sup> day of January 2011.



Incorporator

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CERTIFICATE DESIGNATING THE ADDRESS AND AN  
AGENT UPON WHOM PROCESS MAY BE SERVED

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WITNESSETH:

That the Tellflex Corp. desiring to organize under the laws of the State of Florida, which will have its principal office in the County of Miami-Dade, State of Florida, has appointed

Martti Kalkas  
245 SE 1<sup>st</sup> Street, Suite 225  
Miami, FL 33131


as its agent to accept service of process within the state.

ACKNOWLEDGEMENT:

Having been named by the

Tellflex Corp.

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 the said corporation, and agree to comply with the applicable provision of the Florida Statutes, this 11<sup>th</sup> day of January 2011.

  
\_\_\_\_\_  
Registered Agent

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