

Division of Corporations

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Florida Department of State
Division of Corporations
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To:

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

From:

Account Name : BILZIN SUMBERG BAENA PRICE & AXELROD LLP
Account Number : 075350000132
Phone : (305) 374-7580
Fax Number : (305) 351-2122

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

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FLORIDA PROFIT/NON PROFIT CORPORATION
PLANETARIUM CORP.

Certificate of Status	1
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**ARTICLES OF INCORPORATION
OF
PLANETARIUM CORP.**

ARTICLE I - NAME

The name of this corporation is Planetarium Corp.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this corporation is:

1450 Brickell Avenue
Suite 1420
Miami, Florida 33131.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which this corporation shall have authority to issue is One Thousand (1,000) shares of common stock, each share having a par value of \$1.00.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

1450 Brickell Avenue
Suite 1420
Miami, Florida 33131.

and the name and address of the initial registered agent of this corporation are:

Rilea Group, Inc.
1450 Brickell Avenue
Suite 1420
Miami, Florida 33131.

ARTICLE VI - COMMENCEMENT

This corporation shall commence on the date on which these Articles of Incorporation are filed with the Secretary of State of Florida.

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ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation as incorporator are:

Alan Ojeda
1450 Brickell Avenue
Suite 1420
Miami, Florida 33131.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

The initial Board of Directors of this corporation shall be comprised of one person. The number of directors may be either increased or decreased from time to time as provided for in the By-laws of the corporation. The name and address of the initial director of this corporation are:

Leon Hachuel
Paseo De La Castellana 123
Madrid 28046 Spain.

ARTICLE IX - BY-LAWS

The power to alter, amend or repeal the By-laws of this corporation shall be vested in each of the Board of Directors and the shareholders of this corporation. The shareholders of this corporation may amend or adopt a by-law that fixes a greater quorum or voting requirement for shareholders (or voting groups of shareholders) than is required by law.

ARTICLE X - INDEMNIFICATION

This corporation shall indemnify any officer, director or incorporator, or any former officer, director or incorporator, of this corporation to the fullest extent permitted by law.

ARTICLE XI - AMENDMENT


This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

[Signature page to follow]

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IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation
as incorporator thereof therein as of the 28th day of December, 2011.



Alan Ojeda, Incorporator

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**ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT**

The undersigned, who has been designated in the foregoing Articles of Incorporation as registered agent for the corporation, agrees that (i) he accepts such appointment as registered agent and will accept service of process for and on behalf of said corporation, and (ii) he is familiar with and will comply with any and all laws relating to the complete and proper performance of the duties and obligations of a registered agent of a Florida corporation.

Dated: as of this 28th day of December, 2011.

RILEA GROUP, INC., Registered Agent

By: 

Name: Alan Ojeda
Title: Manager

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