

From: Genesis Tax House  
Division of Corporations

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03/27/2013 16:36

#29 P.001/005

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Florida Department of State  
Division of Corporations  
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To:  
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From:  
Account Name : GENESIS TAX HOUSE OF FLORIDA, INC.  
Account Number : I20110000068  
Phone : (800) 460-4829  
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**FLORIDA PROFIT/NON PROFIT CORPORATION**  
**Terralingua Corp**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION OF**

**TERRALINGUA CORP**  
a Florida Corporation

The undersigned subscriber to these Articles of Incorporation is a Natural Person competent to contract and hereby form a Corporation under the provisions of Chapter 607 of the Florida Statutes.

**ARTICLE I - NAME OF CORPORATION**

The name of the Corporation shall be:  
**Terralingua Corp**

**ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation are:

**Principal Office**  
1100 S Federal Hwy Ste 1301  
Deerfield Beach, FL 33441

**Mailing Address**  
Same as principal

**ARTICLE III - PURPOSE OF BUSINESS**

This Corporation may engage in any activity or business permitted under the laws of the United States and of this state.

**ARTICLE IV - CAPITAL STOCK**

The number of shares of stock that the Corporation is authorized to issued is:

**1,000 at a \$0.01 par value each share**

Each issued and outstanding share of common stock shall be entitled to one vote on each matter submitted to a vote at a meeting of the shareholders.

**ARTICLE V - REGISTERED OWNERS**

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

1.866.325.3829  
304 Somerville Ave. Somerville, MA 02143  
14 Union Ave. Framingham, MA 01702  
33441



1.800.460.4829  
1100 S Federal Hwy 2nd Floor  
Deerfield Beach, FL

**ARTICLE VI - EFFECTIVE DATE OF INCORPORATION**

These Articles of Incorporation shall be effective immediately as of approval of the Secretary of State, State of Florida.

**ARTICLE VII - DURATION / TERM OF EXISTENCE**

This Corporation shall have perpetual existence commencing on the effective date of the Articles with the Department of State.

**ARTICLE VIII - INITIAL DIRECTOR(S) AND/OR OFFICER(S)**

The name and address of the Corporation's Initial Director/Officer (s) are:

**Name and Title**  
**Mauro Bertuol**  
**President**

**Address**  
**1100 S Federal Hwy Ste 1301**  
**Deerfield Beach, FL 33441**

**ARTICLE IX - INCORPORATOR**

The name and street address of the incorporator are:

**GENESIS TAX HOUSE OF FLORIDA, INC**  
**Igor Gomes – Sole Incorporator**  
**1100 S Federal Hwy – Second Floor**  
**Deerfield Beach, FL - 33441**

**ARTICLE X – REGISTERED AGENT**

The name and address of the Corporation's registered agent are:

**GENESIS TAX HOUSE OF FLORIDA, INC**  
**Igor Gomes – President**  
**1100 S Federal Hwy – Second Floor**  
**Deerfield Beach, FL - 33441**

**ARTICLE XI - INDEMNIFICATION**

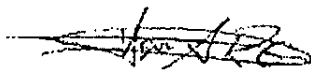
The Corporation shall indemnify any present or former officer or director, or person exercising powers and duties of an officer or a director, to the full extent now or hereafter permitted by law.

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**ARTICLE XII - DISSOLUTION**

The corporation may be dissolved at any time on the affirmative vote or the holders of at least two thirds (2/3) of the outstanding shares of the corporation entitled to vote thereon. On dissolution the corporate property and assets shall, after payment of all debts of all debt of the corporation, be distributed to the shareholders pro-rata, each shareholder to participate in direct proportion to the number of shares held by him.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this  
March 27, 2013.



Genesis Tax House of Florida Inc – Sole Incorporator  
Igor Gomes - President

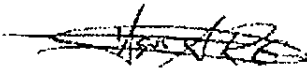
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**CERTIFICATE OF ACCEPTANCE BY REGISTERED AGENT**

Pursuant to the Provisions of Section 607.0501 F.S., The undersigned Corporation, organized under the laws of the State of Florida, submits the following statement:

*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 as provided for in Section 607.0505 F.S.*

**IN WITNESS WHEREOF**, the undersigned has executed this Certificate of Acceptance this this March 27, 2013.



**Igor Gomes – President (Signature)**

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