

Division of Corporations

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Florida Department of State
Division of Corporations
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(((H14000010083 3)))



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To:

Division of Corporations
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From:

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Phone : (305) 789-9200
Fax Number : (305) 789-9201

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DOMESTICATION
L&M SANFER INC.

Certificate of Status	0
Certified Copy	1
Page Count	06
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Corporate Filing Menu

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Miami, Florida 33131

www.fowler-white.com

FAX TRANSMITTAL

Date: January 15, 2014

Number of pages: 7
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Florida Department of State Attention: Thomas Chang, Regulatory Specialist II	850-245-6052	850-617-6381
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From: Judith D. Rodman jrodman@fowler-white.com
Fax Number: (786) 437-4609 Telephone Number: (786) 437-4608
Matter Number: 85313
Remarks: L&M SANFER INC.
Fax Audit No. H14000010083 3
Letter No. I14A00001024
Ref. No. W14000002886

In accordance with your letter referenced above, attached please find the complete filing for the subject corporation, which includes the Certificate of Domestication and the Articles of Incorporation, together with the electronic filing cover sheet.

Please process accordingly. Thank you.

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PLEASE NOTIFY US IMMEDIATELY BY CALLING 305.789.9200, IF THERE IS ANY PROBLEM.

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CERTIFICATE OF DOMESTICATION

The undersigned, EuroTrust International N.V., as Managing Director and Legal Representative of SANFER INC. A.V.V., an Aruba exempt corporation, in accordance with §607.1801, Florida Statutes, does hereby certify:

1. The date on which corporation was first formed was September 19, 2000.
2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was Aruba.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was SANFER INC. A.V.V.
4. The name of the corporation as set forth in its Articles of Incorporation to be filed pursuant to §§607.0202 and 607.0401 with this Certificate is L&M SANFER INC.
5. The jurisdiction that constituted the seat, siège, social 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 Aruba.
6. Attached are Florida Articles of Incorporation to complete the domestication requirements pursuant to §607.1801.

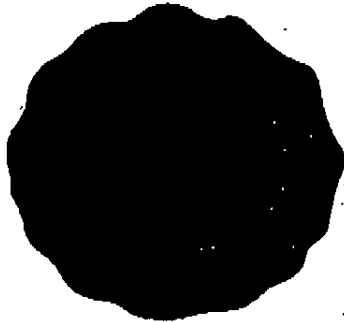
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14 JAN 15 PM 2:10
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STATE OF FLORIDA

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I am the Managing Director, of EuroTrust International N.V., as Managing Director and Legal Representative of SANFER INC. A.V.V., and am authorized to sign this Certificate of Domestication on behalf of the corporation and have done so as of the 20th day of September, 2013.



EuroTrust International N.V.,
as Managing Director and Legal Representative
SANFER INC. A.V.V.

By: M. Solognier
Milena D.V. Solognier
As: Managing Director
EuroTrust International N.V.

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Audit No. II 14000010083 3

**ARTICLES OF INCORPORATION
OF
L&M SANFER INC.**

The undersigned, for the purpose of forming a corporation for profit under the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

ARTICLE I

Name

The name of the corporation is: L&M SANFER INC.

ARTICLE II

Purpose

The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be formed under the Florida Business Corporation Act, and all amendments and supplements thereto, or any law enacted to take the place thereof (collectively, the "Act").

ARTICLE III

Authorized Capital

The maximum number of shares of stock which the corporation is authorized to issue and have outstanding at any one time is six thousand (6,000) shares of common stock having a par value of \$1.00 per share.

ARTICLE IV

Existence

The existence of the corporation shall be perpetual. Corporate existence shall commence upon filing of these Articles of Incorporation by the Department of State.

ARTICLE V

Address

The principal office and mailing address of the corporation is:

723 Crandon Boulevard #405
Key Biscayne, FL 33149

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TALLAHASSEE, FLORIDA

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ARTICLE VI

Registered Office and Registered Agent

The street address of the initial registered office of the corporation is 723 Crandon Boulevard #405, Key Biscayne, Florida 33149, and the initial registered agent of the corporation at that address is Lino Ferraguti Pezzali.

ARTICLE VII

Indemnification

(a) The corporation shall indemnify, or advance expenses to, to the fullest extent authorized or permitted by the Act, any person made, or threatened to be made, a party to any action, suit or proceeding by reason of the fact that he: (i) is or was a director of the corporation; (ii) is or was an officer of the corporation, provided that he is or was at the time a director of the corporation; or (iii) is or was serving at the request of the corporation as a director, officer, agent or employee of another corporation, partnership, joint venture, trust or other enterprise, provided that he is or was at the time a director of the corporation.

(b) Except for those persons entitled to indemnification pursuant to subparagraph (a) of this Article VI, the Board of Directors of the corporation shall have, unless otherwise expressly prohibited by the Act, the sole and exclusive discretion, on such terms and conditions as it shall determine, to indemnify, or advance expenses to, any person made, or threatened to be made, a party to any action, suit or proceeding by reason of the fact that he is or was an officer, employee or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise.

(c) Except for those persons entitled to indemnification pursuant to subparagraph (a) of this Article VI, no person may apply for indemnification or advancement of expenses to any court of competent jurisdiction.

ARTICLE VIII

Incorporator

The name and street address of the incorporator signing these Articles is:

<u>Name</u>	<u>Address</u>
Lino Ferraguti Pezzali	723 Crandon Boulevard #405 Key Biscayne, FL 33149

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ARTICLE IX

Board of Directors

This corporation shall have at least one (1) director. The number of directors may be either increased or decreased from time to time by amendment to the By-Laws adopted by the stockholders. The duties and manner of electing or appointing directors shall be as set forth in the By-Laws of the corporation.

The names and addresses of the initial directors, who, unless otherwise provided by law or the corporation's By-Laws, shall serve in such capacity for the first year of existence of the corporation or until successors are elected or appointed and have qualified, whichever occurs sooner, are as follows:

<u>Name</u>	<u>Address</u>
Lino Ferraguti Pezzali	723 Crandon Boulevard #405 Key Biscayne, FL 33149
Marina Sandrin de Ferraguti	723 Crandon Boulevard #405 Key Biscayne, FL 33149

ARTICLE X

Officers

The officers of this corporation shall include a President, Secretary and Treasurer. Other officers may be established or appointed by the Board of Directors as it may deem appropriate. The qualification, time and manner of election or appointment, the duties, terms of office, and manner of removing officers shall be as set forth in the corporation's By-Laws.

The names and addresses of the initial officers, who shall serve in the capacities indicated for the first year of existence of the corporation or until their successors are elected and have qualified, whichever occurs sooner, are as follows:

<u>Name</u>	<u>Address</u>	<u>Title</u>
Lino Ferraguti Pezzali	723 Crandon Boulevard #405 Key Biscayne, FL 33149	President
Marina Sandrin de Ferraguti	723 Crandon Boulevard #405 Key Biscayne, FL 33149	Vice President
Lino Ferraguti Pezzali	723 Crandon Boulevard #405 Key Biscayne, FL 33149	Treasurer
Marina Sandrin de Ferraguti	723 Crandon Boulevard #405 Key Biscayne, FL 33149	Secretary

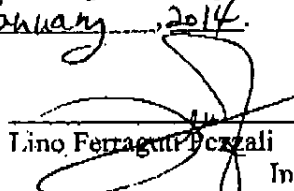
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ARTICLE XI

Amendment

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

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 6th day of January, 2014.


Lino Ferraguti Pezzali
Incorporator

CERTIFICATE DESIGNATING RESIDENT AGENT
AND REGISTERED OFFICE

In accordance with Chapter 48.091, Florida Statutes, the following designation and acceptance is submitted in compliance thereof.

DESIGNATION

L&M SANITEL INC., desiring to organize under the laws of the State of Florida, hereby designates Lino Ferraguti Pezzali as its registered agent and 723 Crandon Boulevard #405, Key Biscayne, Florida 33149, as its registered office.

ACCEPTANCE

Having been named as registered agent for the above-named corporation at the place designated in these Articles of Incorporation, 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.


Lino Ferraguti Pezzali
Registered Agent

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