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### ARTICLES OF INCORPORATION

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#### TELSUR, INC.



### ARTICLE I. CORPORATE NAME.

The name of this corporation is TELSUR, INC.

ARTICLE II. PRINCIPAL OFFICE.

The principal place of business and mailing address of this corporation is 8390 N.W. 53rd Street, Suita 105, Miami, Florida 33166.

### ARTICLE III. CADITAL STOCK.

The number of shares of stock that this corporation is authorised to have outstanding at any one time is 1,000 shares of common stock, fifty cents (50) par value.

### ARTICLE IV. PREEMPTIVE RIGHTS. .

Each shareholder shall have the right to purchase his pro-rata share of any new stock of this corporation at the price at which it is offered and upon the same conditions.

# ARTICLE V. INITIAL REGISTERED AGENT AND OFFICE.

The name and address of the initial registered agent is JULIO BERTEMATI, whose address is 8390 N.W. 53rd Street, Suite 105, Miami, Florida 33166.

### ARTICLE VI. INCORPORATORS.

The name and street address of the incorporator of these articles of incorporation is JULIO BERTEMATI, whose address is 8390 N.W. 53rd Street, Suite 105, Mismi, Florida 33166.

RICHARD TOURY, ESQUIRE Biscayne Building, Suits 907 19 West Flaglar Street Nissi, Florida 33130 (305) 373-8400 Fla. Bar No. 081847

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# ARTICLE VII. INITIAL BOARD OF DIRECTORS.

The corporation shall have two directors initially. The number of directors may be either increased or decreased from time to time by the bylaws, but shall never be less than one. The names of the initial directors of this corporation are:

CARLOS B. IZQUIERDO JULIO BENTEMATI

The undersigned has executed these Articles of Incorporation on this 7th day of April, 1995.

JULIO BERTEMATI Incorporator

STATE OF PLORIDA COUNTY OF DADE

The foregoing instrument was acknowledged before me this 7th day of April, 1995, by JULIO BERTENATI, who is personally known to me and who did take an oath.

NOTARY PUBLIC, State of Florida at Large



### AUTHORITY TO ACCEPT

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The undersigned, having been named to accept service of process for TRLSUR, INC., a Florida corporation, at the place designated in the certificate, hereby accepts to act in such capacity, is familiar with, and accepts, the obligations of Registered Agent.

ITAMETREE CLUTE

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# · 1950008099

June 27, 1997

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Department of State
Division of Corporations
P. O. Box 6327
Taliahassee, Florida 32314

### Gentlemen/Ladies:

### I enclose the following:

- 1. Affidavit of Resignation of Officer and/or Director.
- 2. My check for \$35.00 for filing the Resignation.

Very truly yours,

CARLOS B. IZQUIERDO

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SECRETARY OF STATE
TARLEMAKES IT ORIDA

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Officer Resig.

# AFFIDAVIT-RESIGNATION OF OFFICER AND/OR DIRECTOR

SECRETARY OF 2:35

Florida Department of State, Sandra Barringer Mortham, Secretary of State

AFFIDAVIT OF RESIGNATION OF OFFICER AND/OR DIRECTOR

STATE OF FLORIDA COUNTY OF DADE

I, Carlos B. Izquierdo, after being duly sworn, state that to the best of my knowledge, information and belief, and under the penalties of perjury, the following is true and correct:

I, Carlos B. Izquierdo, hereby resign as Secretary and Director of Telsur, Inc., a Florida corporation;

That the corporation has been notified in writing of the resignation.

CARLOS & ZQUIERDO, Secretary

and Director

Sworn to and subscribed before me this 25th day of June, 1997

NOTARY PUBLIC, State of Florida at Large

celio Suonez

Print name)

My Commission Expires:



# 100500028099

8390 N.W. 53rd St., Suite 105 Migml, FL 33166-4668

City/State/Zip

Phone #

Office Use Only

Examiner's Initials

### CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1( <del>Co</del>	rporation Name)	(Document #)		
2(Co	rporation Name)	(Document #)		9
3. <u> </u>	rporation Name)	(Document #)	00002297197 -07/14/9701002 **********************************	-008 •87.50
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### Florida Department of State, Sandra B. Mortham, Secretary of State

### **RESIGNATION OF REGISTERED AGENT**

Florida Statues, the undersigned,ULIQ_SERTEMATI (Name of registered agent)	
hereby resigns as Registered Agent for TELSUR, INC. (Name of corporation)	
A copy of this resignation was mailed to the above listed corporation at	its last known address.
The agency is terminated and the office discontinued on the 31st day after this statement is filed.	er the date on which
Det.	
(Signature of resigning agent)	
If signing on behalf of an entity:	
(Typed or Printed Name)	

Fee for filing this document:

\$87.50 - Active corporation

\$35.00 - Administratively dissolved corporation

000028099 8390 D.W. 5300 St Suite 105 Mirani, Flz 33164 4668

June 27, 1997

Department of State **Division of Corporations** P. O. Box 6327 Tallahassee, Florida 32314 35.00

Gentlemen/Ladies:

I enclose the following:

1. Affidavit of Resignation of Officer, Director and Registered Agents

2. My check for \$70.00 for filing the Resignation.

Very truly yours,

IO BERTEMATI



July 3, 1997

JULIO BERTEMATI % 8390 N.W. 53RD STREET SUITE 105 MIAMI, FL 33186

SUBJECT: TELSUR, INC. Ref. Number: P95000028099

We have received your document for TELSUR, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

To resign as registered agent for a corporation, the enclosed resignation form should be completed and returned with a fee of \$87.50 for an active corporation or \$35 for an administratively dissolved corporation.

We are returning upur check for \$35.00 to be replaced by one in the correct amount of \$85.00 for the registered agent resignation. To file are signation as an officer or director with this office, the enclosed form should be completed and return.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6908.

Teresa Brown Corporate Specialist

Letter Number: 097A00034892

### Plorida Department of State, Sandru B. Mortham, Secretary of State

### **OFFICER / DIRECTOR RESIGNATION**

1 , JULIO BERIEMATI , hereby resign as DIR	OIBECIOR (Title)		
of TELSUR, INC. (Name of Corporation)	*		
a corporation organized under the laws of the State of FLORIDA			
and affirm that the corporation has been notified in writing of the resignation.	97 J.		
(Signature of resigning officer/director)	25 25 Garage		

FILING FEE IS \$35.00

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314