



1101 HAYS STREET
TALLAHASSEE, FL 32301
904-203-0393 FAX
800-342-8086
P9500042699

ACCOUNT NO. 07100000052

REFERENCE : 608242 83522A

AUTHORIZATION :

Patricia Pizzuto

COST LIMIT : \$ 122.50

ORDER DATE : June 1, 1995

ORDER TIME : 10:45 AM

ORDER NO. : 608242

CUSTOMER NO: 83522A

400001503644

CUSTOMER: Luciano Isla, Esq
LUCIANO ISLA, ESQ

Suite 300
1790 W. 49th Street
Hialeah, FL 33012

DOMESTIC FILING

NAME: MONAGAS CONSULTING GROUP, INC.

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS:

T. BROWN JUN - 1 1995

FILED
95 JUN - 1 PM 3:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
MONAGAS CONSULTING GROUP, INC.**

FILED
95 JUN -1 PM 3:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE I - NAME
MONAGAS CONSULTING GROUP, INC.**

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue One Hundred (100) Shares of \$1.00 par value common stock, which shall be designated "Common Shares".

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his/her prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to the others.

**ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT
AND PRINCIPAL OFFICE**

The street address of the initial registered office/principal office of this corporation is 1790 West 49th Street, Suite 300, Hialeah, Florida 33012, and the name of the initial registered agent of this corporation at that address is LYDIA M. ISLA.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have three directors constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the By-Laws.

The name(s) and address(es) of the initial Board of Directors of this corporation is/are:

<u>NAME</u>		<u>ADDRESS</u>
JORGE N. MESA	P/D	1790 West 49th St., #300 Hialeah, FL 33012
LUCIANO ISLA	VP/D	1790 West 49th St., #300 Hialeah, FL 33012
LYDIA M. ISLA	S/T/D	1790 West 49th St., #300 Hialeah, FL 33012

ARTICLE VIII - INCORPORATORS

The name and address of each person signing these Articles is:

NAME

ADDRESS

LYDIA M. ISLA

1790 West 49th St., #300
Hialeah, FL 33012

ARTICLE IX - INDEMNIFICATION

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

ARTICLE X - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 31 day of May, 1995.


LYDIA M. ISLA

STATE OF FLORIDA

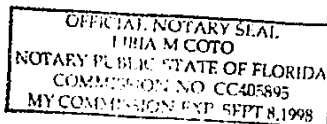
COUNTY OF DADE

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State and County set forth above, personally appeared, LYDIA M. ISLA, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal in the State and County aforesaid, this 31 day of May, 1995.

My Commission Expires:


NOTARY PUBLIC, STATE OF FL



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED**

FIRST -- THAT MONAGAS CONSULTING GROUP, INC., DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF HIALEAH, STATE OF FLORIDA, HAS NAMED LYDIA M. ISLA, LOCATED AT 1790 WEST 49TH STREET, SUITE 300, FLORIDA 33012, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

BY: _____

TITLE: _____

DATE: _____

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER PERFORMANCE OF MY DUTIES.

SIGNATURE: _____

DATE: _____

95 JUN -1 10 3 26
FILE
SEC. OF STATE
TALLAHASSEE, FLORIDA

P95000042699

1201 HAYS STREET
TALLAHASSEE, FL 32301

800-342-8086

904-222-9171
904-222-9171



ACCOUNT NO. : 072100000032
REFERENCE : 657447 83522A
AUTHORIZATION : Patricia Pizito
COST LIMIT : \$ 87.50

ORDER DATE : August 10, 1995

ORDER TIME : 12:03 PM

ORDER NO. : 657447

500001557595

CUSTOMER NO: 83522A

CUSTOMER: Luciano Isla, Esq
Luciano Isla, Esq
Suite 300
1790 W. 49th Street
Hialeah, FL 33012

DOMESTIC AMENDMENT FILING

NAME: MONAGAS CONSULTING GROUP,
INC.

XX ARTICLES OF AMENDMENT
RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXXX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATES OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS: _____

FILED
95 AUG 10 PM 3:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ENC 8-10

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

MONAGAS CONSULTING GROUP, INC.

(present name)

FILED
95 AUG 10 PM 3:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: ARTICLE I - NAME

The name of the corporation shall be changed to:

LATIN AMERICA CONSULTING GROUP, INC.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: AUGUST 9, 1995.

FOURTH: Adoption of Amendment(s) (check one)

☒ **XX** The amendment(s) was/were adopted by the incorporators or board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups.

[The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s).]

The number of votes cast for the amendment(s) was/were sufficient for approval by _____
(voting group)

(continued)

Signed this 9th day of August, 19, 95.

MONAGAS CONSULTING GROUP, INC.

(Corporation Name)

By 

(Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

(A director or incorporator if adopted by the directors or incorporators)

LYDIA M. ISLA

(Typed or printed name)

SECRETARY/TREASURER/DIRECTOR/INCORPORATOR

(Title)