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BOSCH A&T SERVICES CORPORATION

Accounting, Taxes, Typing, Notary Public
Resumes, Translations, Immigration Forms



Jairo Bosch (H.B. Taxation)
5440 N. State Road 7 (441), Ste. 8
Ft. Lauderdale, FL 33319

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TRANSMITTAL LETTER

August 16, 1995

FLORIDA DEPARTMENT OF STATE
Division of Corporations
P.O. BOX 6327
Tallahassee, FL 32314

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****122.50 ****122.50

SUBJECT:

VENEMAR PRODUCTIONS, INC.

Enclosed please find ONE original and one (1) copy of the articles of incorporation for the above named corporation, and check in the amount of \$122.50 to cover the incorporation fee.

Please forward such documents of Incorporation to my attention at the address shown above.

Thank you in advance for your kind and prompt attention to this matter, and should you have questions, or need further information, please feel free to contact me.

Very truly yours;

Jairo M. Bosch (MST).

NOTE: Additional copy of articles is needed only when certified copy is requested.

Articles of Incorporation

The undersigned incorporator(s) for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I. Corporate Name

VENEMAR PRODUCTIONS, INC.

ARTICLE II. Term of Existence

This corporation shall exist perpetually, unless dissolved according to Florida Law.

ARTICLE III. Nature of Business

This Corporation may engage or transact in any lawful activities permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE IV. Capital Stock

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1000 shares of common stock having \$1.00 par value per share.

ARTICLE V. Incorporators

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Juan Vene Machado (50%)
4330 N.W. 19th Street, J409
Lauderhill, FL 33313

Alessandro Mercia (50%)
4330 N.W. 19th Street, J409
Lauderhill, FL 33313

ARTICLE VI. Initial Registered Agent and Address

The initial registered agent's name and office address is:

Bosch Accounting and Tax Services Corporation

5440 N. STATE ROAD 7, SUITE # 8
FORT LAUDERDALE, FL 33319

ARTICLE VII. Principal Office

4330 N.W. 19th Street, J409
Lauderhill, FL 33313

ARTICLE VIII. Officers

The names and addresses of the initial officers are:

Juan Vene Machado (Pres/Treas)
4330 N.W. 19th Street, J409
Lauderhill, FL 33313

Alessandro Mercia (VPres/Sec)
4330 N.W. 19th Street, J409
Lauderhill, FL 33313

ARTICLE IX. Special Provision

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions, as are necessary will be taken by the appropriate officers to accomplish this compliance.

ARTICLE X. Liquidation

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this corporation, the Assets of the corporation shall be payable and distributed among the Board of Directors and Officers.

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 3rd day of August, 19 95.

Juan Vene Machado
Juan Vene Machado
President


Alessandro Mercia
Vice President

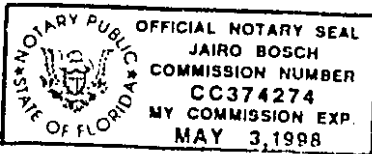
[illegible]

STATE OF FLORIDA
COUNTY OF BROWARD

Before me, personally appeared Juan Vene Machado and Alessandro Mercia known to me, and known to be the persons who executed the foregoing Articles of Incorporation, and who acknowledged before me, that they has executed said instrument for the purposes therein expressed.

Witness my hand and official seal, this 3rd day of August, 1995

Jairo Bosch, Notary Public
Broward County Public Records No: 94-285687
My commission expires: May 3rd, 1998



CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

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Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is:

VENEMAR PRODUCTIONS, INC.

2. The name and address of the registered agent is:

Bosch Accounting and Tax Services Corporation

5440 N. STATE ROAD 7, SUITE # 8
FORT LAUDERDALE, FL 33319

and the mailing address of this corporation is:

4330 N.W. 19th Street, J409
Lauderhill, FL 33313

Signature:
Title:
Date:

Juan M. Lado
President
August 4, 1995

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.

Signature:
Name:
Date:

Jairo Bosch
Jairo Bosch
August 4, 1995