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96 APR 15 PM 1:50

SECRET  
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 071100000000

REFERENCE : 918061 156544A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : April 15 1996

ORDER TIME : 9:41 AM

ORDER NO. : 918061

CUSTOMER NO: 156544A

CUSTOMER: Mr. Roxanne M. Tovar  
TUMPSON & CHARCHAT P.A.

848 Brickell Avenue  
Suite 400  
Miami, FL 33131

1000017:0711  
-04/15/96--01092--004  
\*\*\*\*122.50 \*\*\*\*122.50

DOMESTIC FILING

NAME: VENE INTERNATIONAL, INC.

EFFECTIVE DATE:

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: Michelle Bailey

EXAMINER'S INITIALS: \_\_\_\_\_

RECORDED  
96 APR 15 AM 11:00  
DIVISION OF CORPORATION

4-15-96

**ARTICLES OF INCORPORATION  
OF  
VENE INTERNATIONAL, INC.**

**FILED**  
**96 APR 15 PM 1:59**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

**ARTICLE I**

**NAME**

The name of this corporation is VENE INTERNATIONAL, INC.

**ARTICLE II**

**PURPOSE**

This corporation is organized for the purpose of transacting any or all lawful business, including, but not limited to, the purpose of engaging in any activity or business permitted under the laws of the United States and of the State of Florida.

**ARTICLE III**

**CAPITAL STOCK**

The corporation is authorized to issue 10,000 shares of common stock, each at \$0.10 par value.

**ARTICLE IV**

**POWERS**

The corporation shall have all of the powers permitted to a corporation incorporated under the laws of the State of Florida and all powers necessary or desirable to carry out its purpose as set forth herein.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation and the name of the initial registered agent of this corporation at such address is:

Steven M. Churchat, Esq.  
Tumpson & Churchat, P.A.  
848 Brickell Avenue  
Suite 400  
Miami, Florida 33131

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial director of this corporation is:

Roberto Tovar  
9441 Fountainbleu Blvd.  
Suite 210  
Miami, Florida 33172

ARTICLE VII

INCORPORATOR

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

Roberto Tovar  
9441 Fountainbleu Blvd.  
Suite 210  
Miami, Florida 33172

ARTICLE VIII

INDEMNIFICATION

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

ARTICLE IX

BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and in the shareholders.

ARTICLE X

MAILING ADDRESS OF CORPORATION

The mailing address of the initial principal office of the corporation shall be:


P.O. Box 527312  
Miami, Florida 33152

ARTICLE XI

CORPORATE EXISTENCE AND DURATION

The existence of this corporation shall commence on the date of filing of these Articles, and the duration of this corporation shall be perpetual.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 12 day of APRIL, 1996.

  
\_\_\_\_\_  
Roberto Tovar

Acceptance of Registered Agent

Having been named as registered agent I agree 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 obligation of my position as registered agent.

St. M. Charchat  
Steven M. Charchat, Registered Agent

4/12/96  
Date

FILED  
95 APR 15 1996  
TALLAHASSEE, FLORIDA