

P96000038482

**CSC networks**

PROFESSIONAL  
FINANCIAL SERVICES

FILED

96 MAY -2 PM 2:07

SECRET  
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 002160000036

REFERENCE : 930870 WAGON

AUTHORIZATION :

COST LIMIT : \$ 122,500

*Victoria Perez*

ORDER DATE : May 1, 1996

ORDER TIME : 3:43 PM

ORDER NO. : 930870

700001805187

CUSTOMER NO: 83060

CUSTOMER: Ms. Peggy Dione  
MANELLA KLAPHOLZ & HOCHSZTEIN  
P.A.  
2206 Hollywood Boulevard

Hollywood, FL 33020

DOMESTIC FILING

NAME: NORAX INTERNATIONAL, INC.

EFFECTIVE DATE:

☒ ARTICLES OF INCORPORATION  
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY  
☐ PLAIN STAMPED COPY  
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Victoria L. Perez

EXAMINER'S INITIALS:

*th*  
*53-96*

ARTICLES OF INCORPORATION  
OF  
NORAX INTERNATIONAL, INC.

FILED  
96 MAY -2 PM 2:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

NORAX INTERNATIONAL, INC.

The address of the principal office of this corporation shall be C/O Fred Hochsztein, 2999 Northeast 191 Street, Suite 900, Aventura, Florida 33180, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

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

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$.01 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 2999 Northeast 191 Street, Suite 900, Aventura, Florida 33180, and the name of the initial registered agent of the corporation at that address is Fred Hochsztein.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Hernan Visser	2999 Northeast 191 Street, Suite 900
Dir.	Aventura, Florida 33180

Julio Cesar de Macedo	Same
Dir.	

#### ARTICLE VII. OFFICERS

The name and address of the initial officer of the corporation who shall hold office for the first year of the corporation, or until his successors are elected or appointed are:

Alfonso Martinez  
Pres.

2999 Northeast 191 Street, Suite 900  
Aventura, Florida 33180

#### ARTICLE VIII. INDEMNIFICATION

The corporation may indemnify any officer, director, employee, or agent or any former officer, director, employee, or agent to the extent permitted by law.

#### ARTICLE IX. RESTRICTION OF NEW STOCK

No new corporate shares of any class shall be authorized or issued without the express written unanimous consent of the shareholders. Minority shareholders shall consent to authorization and issuance of additional shares where minority interest are satisfactorily protected from dilution of their interest without requirement of additional consideration for such protection.

ARTICLE X. INCORPORATOR

The name and street address of the Incorporator to these Articles of Incorporation:

Corporation Service Company  
1201 Hays Street  
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on May 1, 1996.

CORPORATION SERVICE COMPANY

By: Karen B. Rozar  
Its Agent, Karen B. Rozar

VLP/vlp

**ACCEPTANCE OF REGISTERED AGENT**  
**DESIGNATED IN THE ARTICLES OF INCORPORATION**

FILED  
96 MAY -2 PM 2:07  
SECRET  
TALLAHASSEE, FLORIDA

Fred Hochsztein, an individual residing in this State having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

NORAX INTERNATIONAL, INC.

is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: Fred R

Fred Hochsztein

P96000038482

ROBERT H. GREGORY  
WILLIAM E. GREGORY  
ATTORNEYS AT LAW  
7600 RED ROAD  
SUITE 214  
MIAMI, FL 33143

ROBERT H. GREGORY  
WILLIAM E. GREGORY

(305)669-8505 TELEPHONE  
(305)669-8506 FACSIMILE

April 30, 1997

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

800002186843--3  
-05/21/97--01082--022  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Re: Norax International, Inc./Document Number P96000038482

Dear Sir or Madam:

Enclosed please find the following documents concerning Norax International, Inc.: (I) Annual Report along with a check in the amount of \$165.00. (II) Articles of Amendment to Articles of Incorporation of Norax International, Inc. concerning two amendments: (1) changing the Registered Agent from Fred Hochsztein to William E. Gregory and (2) changing the name of Norax International, Inc. to CORSPEC, Inc. along with a check in the amount of \$35.00 for those amendments.

I thank you for your attention to these matters, and if you have any questions or if there is any further documentation that is necessary, please contact the undersigned immediately.

Very truly yours,

*William E. Gregory*  
WILLIAM E. GREGORY

WEG: mt

Enclosures

FILING 35  
R. AGENT \_\_\_\_\_  
CERT. COPY \_\_\_\_\_  
CUS \_\_\_\_\_  
OVERPAYMENT \_\_\_\_\_  
TOTAL 35

NIC Amend  
SG  
5/14/97

FILED STATE  
SECRETARY OF CORPORATIONS  
MAY - 1 1997

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 MAY -1 AM 9:17

\_\_\_\_\_  
Norax International, Inc.  
(present name)

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

**FIRST:** Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

1. The purpose of this Amendment is to amend Article I to change the name of the existing Corporation, Norax International, Inc. to its new name of CORSPEC, Inc. and to change the address of the principal office of CORSPEC, Inc. to be: c/o William E. Gregory, 7600 Red Road, Suite 214, Miami, FL 33143 and the mailing address of the corporation shall be the same.
2. Also, please change the Registered Agent from Fred Hochsztein to William E. Gregory, whose address is 7600 Red Road, Suite 214, Miami, FL 33143 and telephone number is (305)669-8505. The statement required by the Registered Agent follows below:

I, William E. Gregory, am familiar with and accept the obligations of my position as Registered Agent.

William E. Gregory  
WILLIAM E. GREGORY

**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:

N/A



**THIRD:** The date of each amendment's adoption: 4/30 /97

**FOURTH: Adoption of Amendment(s) (CHECK ONE)**

- ☐ 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."

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

Signed this 30th day of April, 19 97

Signature

H. Vinny Chairman

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

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Hernan A. Fisser

Typed or printed name

Chairman

Title