

P 960000 42282

5/7/96

D. L. HINES & ASSOC
8464 S.W. 40th STREET
MIAMI FL 33155
305-553-8080

VALIDATION ONLY

FILED
MAY 17 PM 1:01
TALLAHASSEE, FLORIDA

700001813297
-05/08/96--01049--017
****122.50 ****122.50

CORPORATION(S) NAME

ROYALE GROUPE CO., INC.



Empire Toll Free: 1-800-432-3028

- | | | |
|--|--|---|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Foreign | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of Registered Agent |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| | | <input type="checkbox"/> Mail Out |

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

F. CHESNER

CERTIFIED COPY

LTD - spelled out.

524

RECEIVED
96 MAY - 8 AM 10:18
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

96 MAY 15 AM 10:14
DIVISION OF CORPORATIONS

May 8, 1996

EMPIRE

TALLAHASSEE, FL 32301

SUBJECT: ROYALE GROUPE CO., INC.
Ref. Number: W96000009800

We have received your document for ROYALE GROUPE CO., INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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 (904) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 696A00022493



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 15, 1996

EMPIRE

TALL, FL

SUBJECT: STERLING GROUP LTD., INC.
Ref. Number: W96000010347

We have received your document for STERLING GROUP LTD., INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

LTD. MUST BE SPELLED OUT (LIMITED)

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 (904) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 196A00024086

RECEIVED
96 MAY 17 AM 9:29
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION
OF

STERLING GROUP LIMITED, INC.

FILED
56 MAY 17 PM 1:01
TALLAHASSEE, FLORIDA

ARTICLE ONE: The name of the corporation is:

STERLING GROUP LIMITED, INC.

ARTICLE TWO: Capital Stock.

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any time, is: ONE HUNDRED (100) shares of common stock having a par value of ONE DOLLAR (\$ 1.00) each.

ARTICLE THREE: Nature of Business and Powers.

The general nature of business to be transacted by this Corporation, is to engage in any kind of business permitted under the laws of the State of Florida.

ARTICLE FOUR: Terms of existence.

This corporation shall have perpetual existence, commencing upon the filing of these articles.

ARTICLE FIVE: Registered Agent and initial Registered Office.

The registered Agent and the street of the initial Registered Office of this corporation in the State of Florida shall be:

DAGOBERTO VALDES
8404 S.W. 40 STREET
MIAMI, FL 33155

ARTICLE SIX: Board of Directors.

This Corporation shall have FOUR (2) Directors Initially. The number of Directors may be increased or diminished from time to time by bylaws adopted by the Stockholders, but shall never be less than one.

ARTICLE SEVEN: Initial Director(s).

The name(s) of the initial Director(s) of this Corporation and addresses:

ALFREDO LEYVA
4262 S.W. 127 PLACE
MIAMI, FL 33175

JEAN CLAUDE MORRA
668 TERRES, PLUM BAY - 2
SAINT MARTIN

The person(s) named as initial Director(s) shall hold Office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified whichever occurs first.

ARTICLE EIGHT: Incorporator.

The name and street address of the person signing these articles of incorporation as the Incorporator is:

ALFREDO LEYVA
4262 S.W. 127 PLACE
MIAMI, FL 33175

ARTICLE NINE: Officers of the Corporation.

The following person(s) have been elected officer(s) of the Corporation:

ALFREDO LEYVA (PRESIDENT)
4262 S.W. 127 PLACE
MIAMI, FL 33175

JEAN CLAUDE MORRA (VICE-PRESIDENT)
668 TERRES, PLUM BAY - 2
SAINT MARTIN

CATHERINE MORRA (SECRETARY)
668 TERRES, PLUM BAY - 2
SAINT MARTIN

ARTICLE TEN: Address of the Corporation.

The principal office of this Corporation shall be: 7270 N.W. 12TH STREET, SUITE 110, MIAMI, FL 33126.

ARTICLE ELEVEN: Amendment.

These Articles of Incorporation may be amended in the manner provided by Law. Every amendment shall be approved by the Board of Directors and approved at a Stockholder's meeting by at least a majority of the stock entitled to vote, unless all of the Directors and all of the Stockholders sign a written statement manifesting their intention that certain amendment of these Articles of Incorporation be made.

In witness thereof, the undersigned, as Incorporated, has executed the forgoing Articles of Incorporation in Miami, May 3, 1996.

Incorporator


Alfredo Leyva

STATE OF FLORIDA

COUNTY OF DADE

Before me, a Notary Public, personally appeared Alfredo Loyva,
to me known to be the person described as the Incorporator and
acknowledge before me that he subscribed to those Articles of
Incorporation.

Miami, May 3, 1996



Notary Public

State of Florida



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

In compliance with section 48.091, Florida Statutes, the following
is submitted:

That STERLING GROUP LTD., INC.

desiring to organize under the laws of the State of Florida with
its principal office of Incorporation at: 7270 N.W. 12TH STREET,
MIAMI, FL 33126, has appointed DAGOBERTO VALDES, 8404 S.W. 40 AVE,
MIAMI, FL 33155, County of Dade, State of Florida, as its agent to
accept services of process within the State of Florida.

Acknowledgement:

Having been named to accept services of process for the above named
Corporation at the place designated in this certificate, the
undersigned agrees to comply with the provisions of Florida Law
relative to keep the designated office open.



Dagoberto Valdes
Agent

FILED
96 MAY 17 PM 1:51
CLERK OF STATE
TALLAHASSEE, FLORIDA

896 0000 4282

10-4-96 Dagoberto

Devaldez + Associates

Requester's Name

8404 SW 40 St.

Address

Miami, FL 33155

City

State

ZIP

Phone

553-8080

VALIDATION ONLY

900001967099
-10/08/96--01047--002
*****35.00 *****35.00

CORPORATION(S) NAME

Sterling Group Limited, Inc.

FILED
96 OCT -8 PM 2:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Empire Toll Free: 1-800-432-3028

- | | | |
|--|---|---|
| <input type="checkbox"/> Profit | <input checked="" type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | | |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
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RECEIVED
96 OCT -8 AM 10:00
DIVISION OF CORPORATION

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

N. HENDRICKS OCT - 8 1996

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
96 OCT -8 PH 2:28

CLERK OF STATE
TALLAHASSEE, FLORIDA

STERLING GROUP LIMITED, INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, this 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)

Article Nine - Officers of the Corporation

Delete: Jean Claude Morra (V.P. & Director)

Delete: Catherine Morra (Secretary)

Add: Oscar Jose Lema (V.P.)
Ave Corrientes 2763, Piso 2nd # 1046,
Buenos Aires, Argentina

Carlos Alberto Varela (Secretary)
Ave Callao # 86, Piso 6th # 1022
Buenos Aires, Argentina

Hector Guillermo Bruzatori (V.P. Marketing)
Ave Callao # 86, Piso 6th # 1022
Buenos Aires, Argentina

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: 09/30/96

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

☐

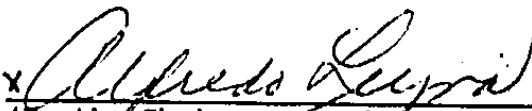
The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐

The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 30 of September, 1996

Signature X



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

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Alfredo Leyva
Typed or printed name

President
Title