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	SENTATIVE TALLAHASSEE	Office Use Only
CORPORATION	N NAME(S) & DOCUMENT NUM	dBER(S), (if known):
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# CERTIFICATE OF INCORPORATION OF VENEMATI-K, CORP.

FILED 96 11AY 31 PH 2: 52

We, the undersigned, hereby associate ourselves together flor All ASSEE, FLORIDA the purpose of becoming a corporation under the laws of the State of Florida. Providing for the formation, rights, privileges, immunities and liabilities of incorporation for profit.

# ARTICLE I

The name of the corporation should be:

# VENEMATI-K, CORP.

# **ARTICLE II**

The corporation will engage in any activity or business permitted under the laws of the State of Florida and the United States of America.

# **ARTICLE III**

The maximum number of shares which the corporation is authorize to issue and have outstanding at any one time is 100 shares of common stock, which shares shall be of no par value.

all stock is to be issued as fully paid and exempt from assessment.

# **ARTICLE IV**

The pledge, sale, transfer or other disposition of the capital stock may be governed and restricted by the by-laws or written agreement among the stockholders which shall be on file in the office of the corporation.

#### **ARTICLE V**

The amount of capital with which its corporation may begind doing business shall be not less than five hundred dollars (\$500.00).

# **ARTICLE VI**

The existence of the corporation is perpetual.

### **ARTI CLE VII**

The initial post office address of the principal office of corporatin in the State of Florida is: 7601 NW 68 STREET SUITE 128, MIAMI, FL 33166

The board of directors may from time to time move the principal office to any other address in the State of Florida. The registered address of the corporation is: 7601 NW 68 STREET SUITE 128 MIAMI, FL 33166.

The registered agent a the address is: JOSE ENRIQUE LOPEZ

#### **ARTICLE VIII**

The business of the corporation shall be managed by a board of directors consisting of no less than two nor more than five directors. A quorum for the holding of a meeting of the board of directors and for the transactions of any business which will be properly done by the directors on behalf o the corportion shall consist of majority of members thereof; but the directors, by unanimous consent in writing, included among the minutes of the corporation, may consent to the doing of any act and such consent in writting shall have the same force and effect as though the said act had been done and authorized at a meeting at which a quorum had been present, or such duties may be delegated to an executive committee.

# **ARTICLE IX**

The names and post office of the members of the first board fo directors and the slate of corporate officers are as follows:

JOSE ENRIQUE LOPEZ PRESIDENT PABLO CURVELO SECRETARY

7601 NW 68 STREET No. 128 MIAMI, FL 33166 7601 NW 68 STREET NO. 128

### **ARTICLE X**

The stock of the corporation may be issued persuant to the provisions of section 1244 of the Internal Revenue Service code, so that the stockholders of the Corporation may receive the benefits provided thereunder.

In witness whereof, we have hereunto set our hands and seals, this STH day of May of 1996.

JOSÉ ENRIQUE LOFEZ

7601 NW 68 STREET No. 128

MIAMI, FL 33166

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

Persuant to the provisions of the section 607.0501, Florida Statutes, the undersigned corporation, organized under the Laws of the State of Florida.

The name of the corporation is: VENEMATI-K CORP. desiring to organize or qulify under the laws of the State of Florida, with its principal place of business at City of Miami, State of Florida named: JOSE ENRIQUE LOPEZ located at 7601 NW 68 STREET 128 MIAMI, FL 33166 agent to accept process in State of Florida County of Dade.

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.

JOSE ENRIQUE LOPEZ REGISTÉRED AGENT

SECULIANS EE, FLORIDA