

6/07/96

FLORIDA DIVISION OF CORPORATIONS

12:03 PM

((H96000000022))

TELEPHONIC COVER SHEET

TO:

DEPARTMENT OF REVENUE FROM THE STATE OF FLORIDA

409 EAST BAY STREET MIAMI FL 33166-

TALLAHASSEE, FL 32399

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((H96000000022))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: GUACHARO'S ENTERPRISE TELEPHONICA, CORP.

FAX AUDIT NUMBER: H96000000022

CURRENT STATUS: REQUESTED

DATE REQUESTED: 06/07/1996

TIME REQUESTED: 12:03:37

CERTIFIED COPIES: 0

CERTIFICATE OF STATUS: 1

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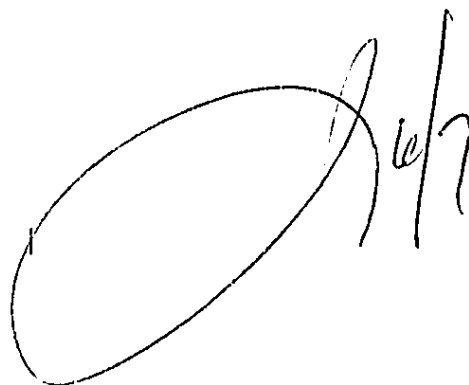
ESTIMATED CHARGE: \$78.75

ACCOUNT NUMBER: 071001002335

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

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TRANSLATION: GUACHARO'S ENTERPRISE TELEPHONIC, CORP.



FILED
96 JUN -7 PM 2:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DIVISION OF CORPORATIONS

96 JUN -7 PM 1:08

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ARTICLES OF INCORPORATION

OF

GUACHARO'S ENTERPRISE TELEPHONICA, CORP.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

95 JAN -7 PM 2:35

FILED

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

ARTICLE I NAME

The name of the corporation shall be: GUACHARO'S ENTERPRISE TELEPHONICA, CORP.

The principal place of business of this corporation shall be: 8181 N.W. 36th St. Ste. #13C-13F
Miami, FL 33160

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact 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 aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: 100 Shares at \$1.00 Par Value.

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

Joel E. Key 8181 N.W. 36th St. Ste. #13C-13F, Miami, FL 33160

Michaelangelo Lamorte D'Amelio 8181 N.W. 36th St. Ste. #13C-13F, Miami, FL 33160

Benjamin Rausseo Rodriguez 8181 N.W. 36th St. Ste. #13C-13F, Miami, FL 33160

Prepared by: Joel E. Key
8181 N.W. 36th St. Ste. #13C-13F
Miami, FL 33160
(305) 592-3333

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ARTICLE VI INCORPORATOR(S)

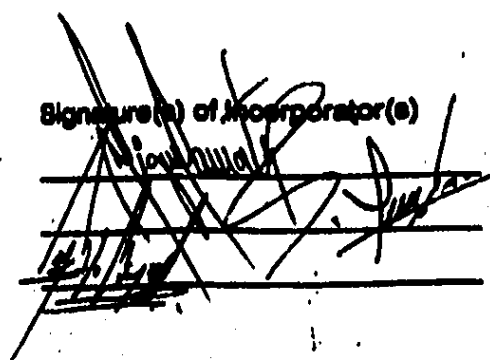
The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

Michaelangelo Lamorte D'Amelio
Joel E. Key
Benjamin Rausseo Rodriguez

8181 N.W. 36th St. Ste. #13C-13F
Miami, FL 33160

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these
Articles of Incorporation this 07 day of June, 1996

Signature(s) of Incorporator(s)

The block contains three horizontal lines for signatures. The first line has a signature that appears to be "Michaelangelo D'Amelio". The second line has a signature that appears to be "Joel E. Key". The third line has a signature that appears to be "Benjamin Rausseo Rodriguez". There are also some additional scribbles and marks over the lines.

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.325, 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: GUACHARO'S ENTERPRISE TELEPHONICA, CORP.

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

Joel E. Key 8181 N.W. 36th St. Ste. #13C-13F
(P.O. BOX NOT ACCEPTABLE)

Miami, FL 33160

(CITY/STATE/ZIP)

SIGNATURE 

(corporate officer)

TITLE Director

DATE 06/07/96

96 JUN - 7 PM 2:36
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE 

DATE 06/07/96

REGISTERED AGENT FILING FEE: