

P960000 56747 Number Only

7/3/96

JOSE BATISTA DO NACIMIENTO

Requestor's Name

848 BRICKELL AVE #625

Address

MIAMI FL 33131

City

State

ZIP

Phone

350-4000 0

VALIDATION ONLY

FILED  
96 JUL -5 PM 12:26  
TALLAHASSEE, FLORIDA

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CORPORATION(S) NAME

CWM inform of Florida, Inc

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TALLAHASSEE, FLORIDA

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☒ Profit  
☐ NonProfit

☐ Amendment

☐ Merger

☐ Foreign

☐ Resolution

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of Registered Agent

☒ Certified Copy

☐ Photo Copies

☐ Certificate Under Seal

☐ Call When Ready

☐ Call If Problem

☐ After 4:30

☒ Walk In

☐ Will Wait

☒ Pick Up

☐ Mail Out

Name

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Examiner

Updater

Verifier

Acknowledgment

W.P. Verifier

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89632990

# **CERTIFICATE OF INCORPORATION**

**OF**

**CWM INFORM OF FLORIDA ,INC.**

FILED  
95 JUL -5 PM 12:55  
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

## **ARTICLE I. NAME**

The name of this corporation is: **CWMINFORM OF FLORIDA ,INC.**

## **ARTICLE II. NATURE OF THE BUSINESS**

The general nature of this business to be transacted by this corporation is: Any legal business in the State of Florida or in The United States.

To conduct business in, have one or more offices in and sell import, export, buy, hold, mortgage, convey, lease, construction and building or otherwise dispose of real and personal property, including patents, franchises, copyrights, trademarks, and licenses, in the State of Florida, and in all other states and countries.

To conduct debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of property, or other instruments to secure the payment to corporate indebtedment as required.

To purchase the corporate assets of any other corporation and engage in the same or other character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of shares of the capital stock of, or any bonds, securities, or other evidences of indebted created by any other corporation of the State of Florida or any other state or government, and while owner of such stock, to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

## **ARTICLE III. CAPITAL STOCK**

The maximum number of shares of stock this corporation is authorized to have outstanding at any time is 1,000. ( one thousand ) shares of common stock having a nominal of \$1.00 Par/value.

## **ARTICLE IV. INITIAL CAPITAL**

The amount of capital with which this corporation will begin business with is \$ 1,000.00 (One Thousand 00/000.)

## **ARTICLE V. TERM OF EXISTENCE**

This corporation is to exist perpetually.

#### **ARTICLE VI. ADDRESS**

The principal address of this corporation in the State of Florida is: 2846 NW 79 Avenue, Miami, Florida 33122. The Board of Director may, from time to time move the principal office to any other office in Florida.

#### **ARTICLE VII. DIRECTORS**

The corporation shall have one Director initially the number of directors may be increased or diminished from time to time, by by-laws adopted by the stockholders, but shall never be less than one (1).

#### **ARTICLE VIII. SUBSCRIBERS / STOCKHOLDERS / INCORPORATORS**

The name and post office address of each subscriber and stockholder to these Articles of Articles of Incorporation are:

MARIA PAULA PONTES MESTIERI  
2846 nw 79 Avenue, Miami, Florida 33122

Presidente  
20% STOCK

CW&M/INFORM COMUNICAÇÃO S/C LTDA  
Avenida 9 de Julho, 5049, 11o. andar

80% STOCK

#### **ARTICLE IX. REGISTERED OFFICE AND REGISTERED AGENT**

The registered office shall be at: 2846 NW 79 Avenue, Miami, FL 33122 and the registered agent being (NAME OF THE PERSON).

#### **ARTICLE X. AMENDMENT**

The Articles of Incorporation may be amended in the manner provided by laws. Every amendment shall be approved holders, and approved at a stockholders meeting by a majority of the stock entitled to vote thereon.

  
MARIA PAULA PONTES MESTIERI  
President

  
CW&M INFORM COMUNICAÇÃO S/C LTDA.

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

In compliance with Section 607.34 Florida Statutes, The following is submitted,  
in compliance with said Act:

First: That, CWMINFORM OF FLORIDA, INC. desiring to organize or qualify  
under the laws of the State of Florida with its principal office, as indicated in the  
articles of incorporation at city of Miami, County of Dade, and State of Florida has  
hereby named MARIA PAULA PONTES MESTIERI of 2846 NW 79 Avenue,  
Miami, Fl 33122 as its agent to accept services of process within this state.

**Acknowledgment:**

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  
provision of said Act relative to keeping open said office.

  
**MARIA PAULA PONTES MESTIERI**  
Register Agent.

STATE OF FLORIDA

)SS

COUNTY OF DADE

I HEREBY CERTIFY : That on this day, before me, a Notary Public the undersigned authority, duly authorize to administer oaths and take acknowledgments, personally appeared, MARIA PAULA PONTES MESTIERI of CWMINFORM OF FLORIDA, INC. Who after being duly sworn, executed the foregoing Articles of Incorporation and acknowledge before me that the subscribers to those Articles of Incorporation.

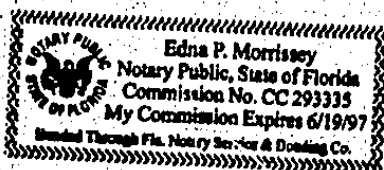
IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, said County and State, on this 3th day of the month of July, 1996.

FILED  
96 JUL -5 PM 12:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

NOTARY PUBLIC SEAL.

*Edna P. Morrissey*

MY COMMISSION EXPIRES:



8 P96000056747 P. 03

PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET

((H96000016563 4))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY  
CONTACT: RAY STORMONT  
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: CWMINFORM OF FLORIDA, INC.  
AUDIT NUMBER.....H96000016563  
DOC TYPE.....BASIC AMENDMENT  
CERT. OF STATUS..0  
CERT. COPIES.....0

PAGES..... 3  
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TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS

00500-00 664, 00671

*Corporation of RA ✓  
Linda*

November 22, 1996

CWMINFORM OF FLORIDA, INC.  
2846 NW 79 AVE  
MIAMI, FL 33122

SUBJECT: CWMINFORM OF FLORIDA, INC.  
REF: P96000056747

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individual's originally designated at the time of incorporation.

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) 487-6902.

Linda Stitt  
Corporate Specialist

FAX Aud. #: H96000016563  
Letter Number: 096A00053211

ARTICLES OF AMENDMENTS  
OF  
CWMINFORM OF FLORIDA, INC.

H96000016563

WHEREAS, the undersigned constitute all of the shareholders of records of CWMINFORM OF FLORIDA, Inc., adopted the amendment on October 8, 1996.

WHEREAS, these articles of amendment were approved by a unanimous vote of the Board of Directors and Stockholders and the votes casted were suffice for approval.

WHEREAS, the Board of Directors of the corporation has adopted a resolution recommending on October 8, 1996 to the stockholders and directors. Authorizing Amendment of Certificate of Incorporation filed on July 5, 1996: under document number F96000036747, are setting a new provision to read as follow:

ARTICLE VIII

THE NAME AND POST OFFICE ADDRESS OF EACH SUBSCRIBER AND STOCKHOLDER TO THESE ARTICLES OF INCORPORATION ARE:

CARLOS E. MESTIERI  
2846 N.W. 79<sup>TH</sup> AVENUE  
MIAMI, FLORIDA 33122

PRESIDENT 34% STOCK

SARAH ASSUMPCA  
2846 N.W. 79<sup>TH</sup> AVENUE  
MIAMI, FLORIDA 33122

5% STOCK

MARIA PAULA PONTES MESTIERI  
2846 N.W. 79<sup>TH</sup> AVENUE  
MIAMI, FLORIDA 33122

5% STOCK

EDUARDO A. QUEIROZ  
2846 N.W. 79<sup>TH</sup> AVENUE  
MIAMI, FLORIDA 33122

5% STOCK

CWN INFORM COMUNICACAO S/C LTDA.  
AVENIDA 9 DE JUL HO, 5049 110. ANDAR

51% STOCK

FERDINAND TORO  
28211 S.W. 136th PLACE  
HOMESTEAD, FL 33032  
(305) 228-3332

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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ARTICLE IX

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THE INITIAL REGISTERED OFFICE OF THIS CORPORATION SHALL BE AT 2846 N.W. 79 AVENUE, MIAMI, FLORIDA 33122, WHICH THE PRIVILEGE OF HAVING ITS OFFICES AND BRANCH OFFICES AT OTHER PLACES WITHIN OR WITHOUT THE STATE OF FLORIDA. THE REGISTERED AGENT AT THAT ADDRESS SHALL BE

Eduardo A. Quintero  
2846 N.W. 79 Avenue  
Miami, Florida 33122

I HEREBY AM FAMILIAR WITH AND ACCEPT THE DUTIES AND RESPONSIBILITIES AS REGISTERED AGENT FOR SAID CORPORATION:

Eduardo A. Quintero  
Eduardo A. Quintero

ARTICLE XI

THE PRIVATE PROPERTY OF THE STOCKHOLDERS SHALL NOT BE SUBJECT TO PAYMENT OF THE CORPORATE DEBTS IN ANY EVENT.

RESOLVED FURTHER: That a Certificate setting forth the amendment, certifying that such amendment has been duly in accordance with the provision of Section of the Corporation Law of the State of Florida, and containing such other statements as may be necessary or advisable, be made under the seal of the corporation and signed by its President and its Secretary and acknowledged by its filed in the office of the corporation and hereby authorized, empowered, and directed to carry out and all further acts or proceedings which they may be necessary or proper to effectuate said amendment.

Done and dated this 20<sup>th</sup> of October of 1996, Miami Florida.

Signature:

Carlton R. Mancini  
Carlton R. Mancini  
President

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