

**P96000068788**

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SECRETARY OF CORPORATIONS  
96 AUG 19 PM 12:14

Sunstate Research Assoc.  
Requestor's Name  
PO Box 11271  
Address  
Tallahassee FL 32302  
City/State/Zip      Phone //

Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. Decmica Enterprises Inc.  
(Corporation Name)      (Document #)
2. \_\_\_\_\_  
(Corporation Name)      (Document #)
3. \_\_\_\_\_  
(Corporation Name)      (Document #)
4. \_\_\_\_\_  
(Corporation Name)      (Document #)

SEARCHED 1 062508931  
INDEXED 00719796-01011-014  
\$11.122.50      \$11.122.50

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 Mail out       Will wait       Photocopy       Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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96 AUG 19 AM 10:05  
DIVISION OF CORPORATION

Examiner's Initials

D. BROWN AUG 19 1996

**ARTICLES OF INCORPORATION  
OF  
DERMICA ENTERPRISES, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 AUG 19 PM 12:14

**ARTICLE I - NAME**

The name of this Corporation is DERMICA ENTERPRISES, INC. and its address is c/o PLM, 201 S. Biscayne Boulevard, 1500 Miami Center, Miami, FL 33131.

**ARTICLE II - DURATION**

This Corporation shall have perpetual existence.

**ARTICLE III - PURPOSE**

This Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

**ARTICLE IV - CAPITAL STOCK**

This Corporation is authorized to issue 1,000 shares of one (\$1.00) dollar par value common stock, which shall be designated "Common Shares."

**ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT**

The name of the initial registered agent of this Corporation is Corporation Company of Miami, and its address is 201 S. Biscayne Boulevard, 1600 Miami Center, Miami, Florida 33131.

**ARTICLE VI - INITIAL BOARD OF DIRECTORS**

This Corporation shall have three (3) Directors initially. The number of Directors may be increased or decreased from time to time by the Bylaws but shall never be less than one (1). The names and addresses of the Initial Directors of this Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
JUAN ABEL BRIGNARDELLI	Talcahuano 736, 3rd Floor 1013 Buenos Aires, Argentina
JORGE ROMANI	Talcahuano 736, 3rd Floor 1013 Buenos Aires, Argentina
JOSE CARLOS ARCAGNI	Talcahuano 736, 3rd Floor 1013 Buenos Aires, Argentina

**ARTICLE VII - BYLAWS**

The Bylaws of this Corporation may be adopted, altered, amended or repealed by either the Shareholders or Directors.

**ARTICLE VIII - INDEMNIFICATION**

This Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the fullest extent permitted by law.

**ARTICLE IX - PREEMPTIVE RIGHTS**

Every Shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE X - INCORPORATOR**

The name of the person signing these Articles is Patrick L. Murray and his address is 201 S. Biscayne Boulevard, 1600 Miami Center, Miami, Florida 33131.

**ARTICLE XI - AMENDMENT**

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 16<sup>th</sup> day of August, 1996.

  
\_\_\_\_\_  
Patrick L. Murray, Incorporator

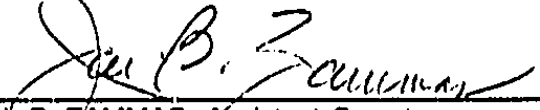
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DIVISION OF CORPORATIONS  
96 AUG 19 PM 12:14

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED CORPORATION HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF ITS DUTIES.

DATED THIS 16<sup>th</sup> DAY OF AUGUST, 1996.

CORPORATION COMPANY OF MIAMI

By   
JILL B. ZAMMAS, Assistant Secretary  
for CORPORATION COMPANY OF MIAMI  
(Registered Agent)

MIA96 00231.1 - JBZ

P96 0000 68788

Sunstate Research  
Requestor's Name

\_\_\_\_\_  
Address

\_\_\_\_\_  
City/State/Zip Phone #

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95 OCT 18 PM 4:41  
SECRETARY OF STATE  
FLORIDA  
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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Dermica Enterprises, Inc  
(Corporation Name) (Document #)

2. \_\_\_\_\_ (Corporation Name) (Document #) 700001979767--2  
10/18/96 01135-010  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

3. \_\_\_\_\_ (Corporation Name) (Document #)

4. \_\_\_\_\_ (Corporation Name) (Document #)

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- Will wait
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- Certificate of Status
- Photocopy

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<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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96 OCT 18 AM 10:58  
DIVISION OF CORPORATION

N. HENDRICKS OCT 18 1996

Examiner's Initials

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION OF  
DERMICA ENTERPRISES, INC.

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96 OCT 10 PM 1:41

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provision of Section 607.1005 of the Florida Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is DERMICA ENTERPRISES, INC. (the "Corporation").

2. The following amendment of the Articles of Incorporation was agreed to by the Incorporator of the Corporation prior to the issuance of any shares on the 16 day of October, 1996, in the manner prescribed by Section 607.1005 of the Florida Business Corporation Act:

ARTICLE I of the Articles of Incorporation of the Corporation shall be amended to read as follows:

"ARTICLE I

The name of the Corporation shall be DERMICA, INC., and its address shall be c/o PLM, 201 S. Biscayne Boulevard, 1600 Miami Center, Miami, FL 33131."

Dated: October 16 1996

DERMICA ENTERPRISES, INC.,  
a Florida corporation

By: 

Patrick L. Murray, Incorporator