

P96000081193

Requestor's Name  
 Address  
 City/State/Zip Phone #

FILED

96 SEP 30 PM 2:30

TALLAHASSEE, FLORIDA

Office Use Only

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

1. VESTED ADVISORS, INC.  
 (Corporation Name) (Document #)
2. \_\_\_\_\_  
 (Corporation Name) (Document #)
3. \_\_\_\_\_  
 (Corporation Name) (Document #)
4. \_\_\_\_\_  
 (Corporation Name) (Document #)

0000001960150  
 -10/01/96--01004--008  
 \*\*\*\*122.50 \*\*\*\*122.50

- ☐ Walk in    ☐ Pick up time \_\_\_\_\_    ☐ Certified Copy  
☐ Mail out    ☐ Will wait    ☐ Photocopy    ☐ Certificate of Status

NEW FILINGS	
<input 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

*[Handwritten Signature]*

**ARTICLES OF INCORPORATION  
OF VESTEC ADVISORS, INC.**

**FILED**

96 SEP 30 PM 2:30

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We, the undersigned, hereby associate ourselves together for the purpose of becoming a Corporation under the laws of the State of Florida providing for the formation of a Corporation for profit, with the powers, rights, privileges and immunities hereinafter mentioned, and we hereby make, subscribe and acknowledge and file with the Secretary of the State of Florida these Articles of Incorporation and to that end we do, by these Articles, set forth:

**ARTICLE I**

The name of the Corporation is:

**VESTEC ADVISORS, INC.**

**ARTICLE II**

The general character or nature of the business to be transacted by this Corporation is to transact any and all lawful business for which Corporations may be incorporate under the Florida General Corporations Act.

**ARTICLE III**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 500 shares of common stock, each share having the par value of \$0.01 currency of the United States of America.

Shares may be issue only for a consideration having a value, in the judgment of the Board of Directors, at least equivalent to the full par value of the stock to be issue. All shares issued shall be fully paid and non-assessable.

**ARTICLE IV**

In the event that any authorized, but unissued stock, is to be issue, or any new class of stock shall be created, or the authorized number of shares of any class shall be increased, or any bond or other securities convertible into stock, are to be issue, the holders of shares of the Corporation, outstanding at the time of such authorized but unissued stock, such new class of stock, or such increase is offered for subscription of such bond, notes or other securities convertible into stock, before the same is offered

II  
for public subscription or sale in proportion to the number of shares owned  
respectively by each of the holders of such stock.

#### ARTICLE V

This Corporation shall have perpetual existence.

#### ARTICLE VI

The initial address of the principal office of this corporation is to be 501 BRICKELL  
KEY DRIVE # 500, Miami, FI 33131. The board of Directors may, from time to time,  
designate such other address and place for the principal office of this Corporation as it  
may see fit.

#### ARTICLE VII

The number of Directors may be increased from time to time in the manner set forth in  
the By-Laws, but the number of Directors shall never be less than one (1).

#### ARTICLE VIII

The name and address of the first Board of Directors who shall hold office until their  
successors are elected or appointed and have qualified as follows:

Laerte De Pontes  
President

501 BRICKELL KEY DRIVE # 500  
Miami, FI 33131

Rafael Diaz-Balart  
Vice-President

501 BRICKELL KEY DRIVE # 500  
Miami, FI 33131

#### ARTICLE X

No contract between this Corporation and other Corporations or another individual  
shall be invalidated solely by reason of the fact that one or more of the officers or  
directors of the same other corporation, or by reason of the fact that one or more of the

III  
officers and directors of the this Corporation may be the other individual or individuals contract with this Corporation.

#### ARTICLE XI

This Articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stuckholders meeting by a majority of the stock entailed to vote thereon, unless all the directors and all the str .kholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

#### ARTICLE XII

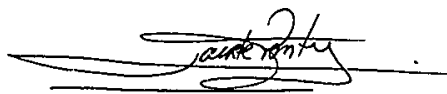
The initial street address of the registered office of this corporation is to be at 501 BRICKELL KEY DRIVE # 500 Miami, FI 33131. The Board of Directors may from time to time, designate such other address and place for the principal office of this Corporation as it may see fit.

#### ARTICLE XIII

Each Director and officer of the Corporation now or hereafter serving as such, shall be indemnified and be held harmless by the Corporation against any and all claims and /or liabilities to which he or shall become subject by reason of serving or having served as such Director Officer, or by reason of any action alleged to have been taken, omitted, or neglected by him as such Director or Officer, and the Corporation shall reimburse each such person for all legal expenses including legal expenses on appeal matter .

The right of indemnification hereinabove provided for shall not be exclusive of any rights to which any Director or Officer of the Corporation may otherwise be entitle by law.

In witness whereof, the foregoing Articles of Incorporation were executed this 17<sup>th</sup> day of July, 1996

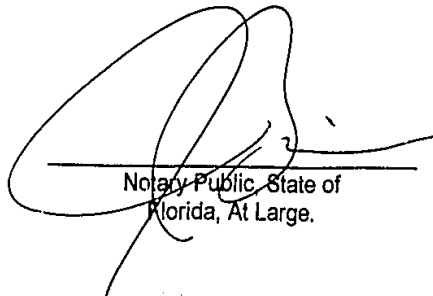
  
Laerte De Pontes INCORPORATION

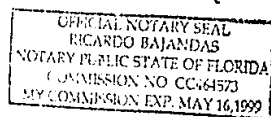
IV

State of Florida     )  
                              ) ss  
County of Dade        )

BEFORE ME, the undersigned authority, personally appeared Laerte De Pontes, to me well known to be the individual described and who executed the foregoing Articles of Incorporation, and he acknowledge before me that he executed the same for the purpose therein expressed.

WITNESS my hand and official seal in the County and State named above this 27<sup>th</sup> day of July, 1996.

  
\_\_\_\_\_  
Notary Public, State of  
Florida, At Large.



V

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

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

The name of corporation is:

**VESTEC ADVISORS, INC.**

The name and address of the Registered agent and office is:

Laerte De Pontes  
501 BRICKELL KEY DRIVE # 500  
Miami, FI 33131

SIGNATURE \_\_\_\_\_

Laerte De Pontes

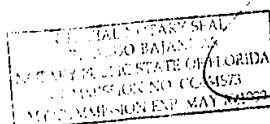
TITLE President

DATE 9/27/96

HAVING BEEN NAMED AS REGISTERED AGENT 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 RELATED TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE \_\_\_\_\_

DATE 9/27/96



Notary

FILED  
96 SEP 30 PM 2:30  
TALLAHASSEE, FLORIDA