

10/07/96

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

12:31 PM

H96000082618

((H96000014056 1))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

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

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: VALECTRA, INC.

AUDIT NUMBER.....H96000014056

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 5

CERT. COPIES.....1

DEL.METHOD... FAX

EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:
help F1 Option Menu F2

NUM

Connect: 00:20:04

RECEIVED
OCT-7 PM 1:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
36 OCT -7 PM 1:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

496A-45675

10/7/96
TB

⑤
H96000014056

ARTICLES OF INCORPORATION OF VALCOTRA, INC.

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

**ARTICLE I
NAME OF CORPORATION**

The name of the corporation shall be VALCOTRA, INC.

**ARTICLE II
DURATION**

This corporation is to have perpetual existence.

**ARTICLE III
NATURE OF BUSINESS**

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV
CAPITAL STOCK**

The corporation is authorized to issue one hundred (100) shares all at One (\$1.00) Dollar per value. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

**ARTICLE V
CORPORATE ADDRESS**

The initial street address in the State of Florida of the principal office of this corporation is as follows: 3996 Cocoplum Circle, Coconut Creek, Florida 33063.

**ARTICLE VI
INITIAL REGISTERED AGENT**

The initial Registered Agent of this corporation is as follows: Enrique Menendez, 3996 Cocoplum Circle, Coconut Creek, Florida 33063.

REGLA M. SIBILA, Esquire
6200 Northwest 5th Street
Miami, Florida 33126
Phone: 305-265-0008
Florida Bar Number 656630

H96000014056

FILED
96 OCT - 7 PM 1:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H96000014056

ARTICLE VII
INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director initially. The number of Directors may be either increased or decreased from time to time by an amendment of the By-laws of the corporation in the manner provided by law, but shall never be less than one (1).

<u>NAME</u>	<u>ADDRESS</u>
Carlos Villegas	3996 Cocoplum Circle Coconut Creek, FL. 33063

ARTICLE VIII
INCORPORATION

The name and address of the Incorporator signing these Articles is Carlos Villegas, 3996 Cocoplum Circle, Coconut Creek, Florida 33063.

<u>NAME</u>	<u>ADDRESS</u>
Carlos Villegas	3996 Cocoplum Circle Coconut Creek, FL. 33063

ARTICLE IX
AMENDMENT OF BY-LAWS

The power to adopt, alter, amend or repeal the By-Laws of this corporation shall be vested in the Board of Directors and shall be by majority vote.

ARTICLE X
INDemnIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI
INTERNAL ACTION OF DIRECTORS

If all the directors severally or collectively consent in writing to any action taken or to be taken by the corporation and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

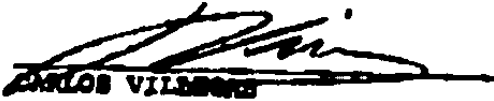
H96000014056

H96000014056

**ARTICLE XII
AMENDMENT OF ARTICLES**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, for the purpose of forming a corporation for profit under the laws of the State of Florida.

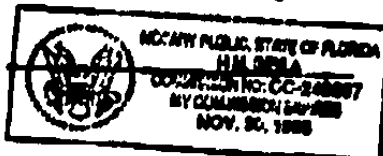

CARLOS VILLAGRAS

STATE OF FLORIDA }
COUNTY OF DADE } ss

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized to take acknowledgements, personally appeared CARLOS VILLAGRAS to me well known to be the person described in and who executed the foregoing Articles of Incorporation, as incorporator and acknowledged before me that he subscribed to said Articles of Incorporation.

WITNESS my hand and seal this 27th day of September, 1986.

My Commission Expires:




NOTARY PUBLIC
State of Florida at Large

REGISTERED AGENT CERTIFICATE

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

FIRST - That VALECTRA, INC. desiring to organize under the laws of the State of Florida, with its principal offices as indicated in the Articles of Incorporation, in the City of Miami, County of Dade, State of Florida, has named ENRIQUE NEUNDEZ located at 1826 Coconut Circle, Coconut Creek, Florida 33061 as its registered agent to accept service of process.

H96000014056

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping said office open.

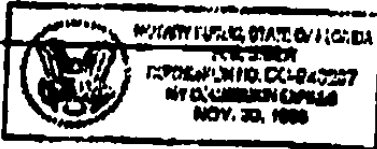
Enrique Mendez
ENRIQUE MENDEZ
 96 OCT 27 1996
 FILED
 PM 1:59
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

STATE OF FLORIDA }
 COUNTY OF DADE } ss

I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized to take acknowledgements, personally appeared ENRIQUE MENDEZ, to me well known to be the person described in and who executed the Registered Agent Certificate.

WITNESS my hand and seal on this 1ST day of OCTOBER, 1996.

My Commission Expires:



[Signature]
NOTARY PUBLIC
 State of Florida at Large

H96000014056