

Ben Sundate Research
 Requestor's Name
796000098268
 Address
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Office Use Only

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

1. Montisa Corporation
 (Corporation Name) (Document #)
2. _____
 (Corporation Name) (Document #)
3. _____
 (Corporation Name) (Document #)
4. _____
 (Corporation Name) (Document #)

FILED STATE
 SECRETARY OF REVENUE
 93 DEC 5 PM 3:33

- ☒ Walk in
 ☐ Pick up time _____
 ☒ Certified Copy
☐ 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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 DIVISION OF REVENUE

Examiner's Initials	
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ARTICLES OF INCORPORATION
OF
MONTYSA CORPORATION

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CORPORATIONS
96 DEC -5 AM 11:33

Article I - Name and Address

The name, address and principal place of business of this corporation is:

MONTYSA CORPORATION
c/o WLMC Registered Agents, Inc.
701 Brickell Avenue
Suite 2000
Miami, Florida 33131

Article II - Purpose

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be organized under the laws of the United States and the Florida Business Corporation Act and to engage in any business or transaction deemed necessary, convenient or incidental to carrying out any of such business within or without the United States.

Article III - Capital Stock

This corporation is authorized to issue 1,000 shares of common stock, par value \$0.01 (the "Common Stock"). The Board of Directors may authorize the issuance of the Common Stock to such persons upon such terms and for such consideration in cash, property or services as the Board of Directors may determine and as may be allowed by law. The valuation of such property or services shall be fixed by the Board of Directors. All of the Common Stock, when issued, shall be fully paid and exempt from assessment.

Article IV - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is:

701 Brickell Avenue
Suite 2000
Miami, Florida 33131

and the name of the initial registered agent of this corporation at such address is WLMC REGISTERED AGENTS, INC.

Article V - Incorporator

The name and address of the incorporator of this corporation is:

Luiz Eduardo Sell
Av: Pref. Osmar Cunha, 251
Conj. 301
Ed. Pérola Negra
88.015-100 Florianópolis
Santa Catarina
Brazil

Article VI - Board of Directors

The number of directors may be either increased or decreased from time to time as provided in the By-Laws but shall never be less than one. The name and address of the initial director are:

Luiz Eduardo Sell
Av: Pref. Osmar Cunha, 251
Conj. 301
Ed. Pérola Negra
88.015-100 Florianópolis
Santa Catarina
Brazil

Article VII - Officers

The name and address of the initial officer of this corporation, who shall hold such office until his successor for such office shall have been duly elected and qualified, are:

President, Secretary
& Treasurer:

Luiz Eduardo Sell
Av: Pref. Osmar Cunha, 251
Conj. 301
Ed. Pérola Negra
88.015-100 Florianópolis
Santa Catarina
Brazil

Article VIII - Indemnification

Section 1 - Right to Indemnification. The corporation hereby indemnifies each person (including the heirs, executors, administrators, or estate of such person) who is or was a director, officer, employee or agent of the corporation to the fullest extent permitted or authorized by current or future legislation or by current or future judicial or administrative decision (but, in the case of any future legislation or decision, only to the extent that it permits the corporation to

provide broader indemnification rights than permitted prior to the legislation or decision), against all fines, liabilities, costs and expenses, including attorneys' fees, asserted against him or incurred by him in his capacity as a director, officer, agent, employee, or representative, or arising out of his status as a director, officer, agent, employee or representative. The foregoing right of indemnification shall not be exclusive of other rights to which those seeking an indemnification may be entitled. The corporation may maintain insurance, at its expense, to protect itself and all officers, directors, employees and agents against fines, liabilities, costs and expenses, whether or not the corporation would have the legal power to indemnify them directly against such liability.

Section 2 - Advances. Costs, charges and expenses (including attorneys' fees) incurred by a person referred to in Section 1 of this Article in defending a civil or criminal suit, action or proceeding shall be paid by the corporation in advance of the final disposition thereof upon receipt of an undertaking to repay all amounts advanced if it is ultimately determined that the person is not entitled to be indemnified by the corporation as authorized by this Article, and upon satisfaction of other conditions required by current or future legislation (but, with respect to future legislation, only to the extent that it provides conditions less burdensome than those previously provided).

Section 3 - Savings Clause. If this Article or any portion of it is invalidated on any ground by a court of competent jurisdiction, the corporation nevertheless indemnifies each person described in Section 1 of this Article to the fullest extent permitted by all portions of this Article that has not been invalidated and to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 4 day of December, 1996.

Luiz Eduardo Sell.
Luiz Eduardo Sell
Incorporator


ACCEPTANCE OF REGISTERED AGENT

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DIVISION OF CORPORATIONS
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Having been named to accept service of process for MONTYSA CORPORATION at the place designated in the Articles of Incorporation, I hereby agree to act in this capacity, and agree to comply with the provisions of Section 607.0505 Fla. Stat. (1995).

Dated this 4 day of December, 1996.

WLMC REGISTERED AGENTS, INC.

By: 
Leslie J. Croland
Authorized Representative

LUCIO, MANDLER, CROLAND, BRONSTEIN & GARBIETT

PROFESSIONAL ASSOCIATION

ATTORNEYS AT LAW

701 BRICKELL AVENUE, SUITE 302

MIAMI, FLORIDA 33132

PHONE
(305) 579-0012

TELEFAX
(305) 579-4722

P96000098268

December 26, 1996

Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Change of Corporate Address of
Montysa Corporation
Document No.: P96000098268

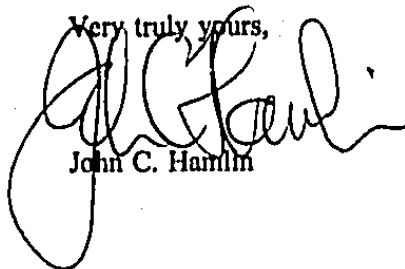
Dear Sir/Madam:

On behalf of our client, Montysa Corporation (the "Company"), we wish to advise you that the Company's corporate address has changed to the following:

141 N.E. 3rd Avenue
Suite 302
Miami, Florida 33132

Please call our office if you have any questions or comments regarding the above.

Very truly yours,



John C. Hamlin

cc: Luiz Sell

KS 1/3