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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: CORPORATE CREATIONS INTERNATIONAL INC.  
CONTACT: JOHNNY C RODRIQUEZ  
PHONE: (305)672-0686

ACCT#: 073171003004

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NAME: VENELECTRIC, INC.

AUDIT NUMBER.....H96000017326

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

CERT. OF STATUS..1

CERT. COPIES.....0

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Articles of Incorporation  
of  
Venelectric, Inc.

Article I. Name

The name of this Florida corporation is:  
Venelectric, Inc.

Article II. Address

The mailing address of the Corporation is:  
Venelectric, Inc.  
16752 S.W. 5th Way  
Fort Lauderdale FL 33326

Article III. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:  
Jorge Lopez  
5200 Blue Lagoon Drive, Suite 600  
Miami FL 33126

Article V. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation.

Jorge Lopez FL Bar Member 0582328  
Sandler, Travis & Rosenberg, P.A.  
5200 Blue Lagoon Drive, Suite 600  
Miami FL 33126  
305-267-9200 • Fax 305-267-5155

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The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law. The name of each initial member of the Corporation's Board of Directors is:

Ildemaro Hurtado

Article VI. Incorporator

The name and address of the incorporator is:

Jorge Lopez  
Sandler, Travis & Rosenberg, P.A.  
5200 Blue Lagoon Drive, Suite 600  
Miami FL 33126

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective December 10, 1996

The undersigned incorporator executed these Articles of Incorporation on December 10, 1996



JORGE LOPEZ

by Brian Fons as attorney-in-fact

Jorge Lopez FL Bar Member 0582328  
Sandler, Travis & Rosenberg, P.A.  
5200 Blue Lagoon Drive, Suite 600  
Miami FL 33126  
305-267-9200 • Fax 305-267-5155

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**Certificate of Designation  
Registered Agent and Registered Office**

**CORPORATION:**  
Venelectric, Inc.

**REGISTERED AGENT:**  
Jorge Lopez  
5200 Blue Lagoon Drive, Suite 600  
Miami FL 33126

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



**JORGE LOPEZ**  
by B.R. Fons as attorney-in-fact

Date: 12/10/96

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Jorge Lopez FL Bar Member 0582328  
Sandler, Travis & Rosenberg, P.A.  
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