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Bosch Accounting and Tax Services Corporation



Accounting, Taxes, Corporations
Payroll, Financial Planning, Notary Public

Jairo Bosch (MS of Taxation)
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Hablamos español

January 14, 1997

FLORIDA DEPARTMENT OF STATE
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

SUBJECT:

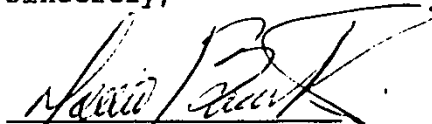
TAMESOLCA DISTRIBUTORS, INC.

Enclosed please find one (1) original and one (1) copy of the articles of incorporation for the above named corporation, and check in the amount of \$122.50 to cover the incorporation fees.

Please forward such documents of incorporation to my attention at the address shown above.

Thank you in advance for your kind and prompt attention to this matter, and should you have further questions, or need additional information, please feel free to contact me.

Sincerely;


Jairo M. Bosch (MST)

NOTE:

Additional copy of articles is needed only when certified copy is requested.

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JAN 27 1997

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ARTICLES OF INCORPORATION

The undersigned incorporator(s) for the purpose of forming a corporation under the Florida business Corporation Act, hereby adopt(s) the following articles of incorporation.

Article I - Corporate Name

TAMESOLCA DISTRIBUTORS, INC.

Article II - Term of Existence

This corporation shall exist perpetually unless dissolved according to Florida Law.

Article III - Nature of Business

This corporation may engage or transact in any lawful activities permitted under the laws of the United States, the State of Florida, any other state, country, territory or nation.

Article IV - Capital Stock

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1000 shares of common stock having \$1.00 par value per share. This corporation shall not commence business until at least \$1,000.00 dollars have been received by it as consideration for the issuance of shares.

Article V - Incorporators

The name(s) and street address(es) of the incorporator(s) to these articles of incorporation is(are):

TALLER MECANICO ALBERTO LOPEZ (TAMECA)
Calle 96 # 16-27, Sector El Transito
Codigo Postal 4001
Maracaibo - Venezuela

Article VI - Initial Registered Agent and Address

The initial registered agent's name and office address is:

GONZALO JOSE CASTILLO
8324 N.W. 7th STREET, APT.111
MIAMI, FL 33126

Article VII - Corporate Principal Office

8324 N.W. 7th STREET, APT.111
MIAMI, FL 33126

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TALLAHASSEE FLORIDA

Article VIII - Officers

The name(s) and address(es) of the initial officer(s) is(are):

GONZALO JOSE CASTILLO (Pres)	JAVIER A.FUENMAYOR (V.Pres/Sec)
8324 NW 7 STREET, APT.111	Calle 96 # 16-27, Sector El Transito
MIAMI, FL 33126	Cod.Postal 4001, Maracaibo/Venezuela

Article IX - Special Provision

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions, as are necessary will be taken by the appropriate officers to accomplish this compliance.

Article X - Liquidation

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this corporation, the assets of the corporation shall be payable and distributed among the Board of Directors and Officers.

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these articles of incorporation this 14th day of January, 1997.

Gonzalo Jose Castillo
President

<<<<<<<<< >>>>>>>>>

State of Florida
County of Broward

Before me, personally appeared Gonzalo Jose Castillo known to me and known to be the person who executed the foregoing articles of incorporation and who acknowledged before me that he has executed said instrument for the purpose therein expressed.

Witness my hand and official seal this 14th day of January, 1997.

Jairo Bosch, Notary Public
Broward County Public Records: 94-285687
My commission expires: May 3rd, 1998



**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 State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the corporation is:

TAMESOLCA DISTRIBUTORS, INC.

2. The name and address of the registered agent is:

**GONZALO JOSE CASTILLO (President)
8324 N.W. 7th STREET, APT.111
MIAMI, FL 33126**


and the mailing address of this corporation is:

**8324 N.W. 7th STREET, APT.111
MIAMI, FL 33126**

Signature:

Title:

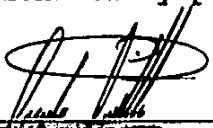
Date:


Gonzalo Jose Castillo
President
January 14th, 1997

Having been named as registered agent and 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 relating 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:


Gonzalo Jose Castillo
January 14th, 1997

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