

# CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870  
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302  
 TOLL FREE No. 1-800-342-8062  
 FAX (904) 222-1222

NAME \_\_\_\_\_  
 FIRM \_\_\_\_\_  
 ADDRESS \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_

PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
 One Day Service Two Day Service

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Matter No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

RE:

Industrial Technologies  
of Latin America Corp

C.C. FEE. DISBURSED

\_\_\_\_\_ Capital Express™  
 \_\_\_\_\_ Art. of Inc. File \_\_\_\_\_  
 \_\_\_\_\_ Corp. Record Search \_\_\_\_\_  
 \_\_\_\_\_ Ltd. Partnership File \_\_\_\_\_  
 \_\_\_\_\_ Foreign Corp. File \_\_\_\_\_  
 \_\_\_\_\_ ( ) Cert. Copy(s) \_\_\_\_\_

\_\_\_\_\_ Art. of Amend. File \_\_\_\_\_  
 \_\_\_\_\_ Dissolution/Withdrawal \_\_\_\_\_  
 \_\_\_\_\_ C U S - \_\_\_\_\_  
 \_\_\_\_\_ Fictitious Name File \_\_\_\_\_

\_\_\_\_\_ Name Reservation \_\_\_\_\_  
 \_\_\_\_\_ Annual Report/Reinstatement \_\_\_\_\_  
 \_\_\_\_\_ Reg. Agent Service \_\_\_\_\_  
 \_\_\_\_\_ Document Filing \_\_\_\_\_

02/06/97-01019-019  
 \*\*\*122.50 \*\*\*122.50

\_\_\_\_\_ Corporate Kit \_\_\_\_\_  
 \_\_\_\_\_ Vehicle Search \_\_\_\_\_  
 \_\_\_\_\_ Driving Record \_\_\_\_\_  
 \_\_\_\_\_ Document Retrieval \_\_\_\_\_

\_\_\_\_\_ UCC 1 or 3 File \_\_\_\_\_  
 \_\_\_\_\_ UCC 11 Search \_\_\_\_\_  
 \_\_\_\_\_ UCC 11 Retrieval \_\_\_\_\_  
 \_\_\_\_\_ File No.'s, \_\_\_\_\_ Copies \_\_\_\_\_  
 \_\_\_\_\_ Courier Service \_\_\_\_\_  
 \_\_\_\_\_ Shipping/Handling \_\_\_\_\_  
 \_\_\_\_\_ Phone ( ) \_\_\_\_\_  
 \_\_\_\_\_ Top Priority \_\_\_\_\_  
 \_\_\_\_\_ Express Mail Prep. \_\_\_\_\_  
 \_\_\_\_\_ FAX ( ) \_\_\_\_\_ pgs. \_\_\_\_\_

FILED  
 97 FEB -6 AM 10:56  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

RECEIVED  
 97 FEB -6 AM 10:03  
 DIVISION OF CORPORATION

SUBTOTALS \_\_\_\_\_

FEE.....  
 DISBURSED.....  
 SURCHARGE.....  
 TAX on corporate supplies.....  
 SUBTOTAL.....  
 PREPAID.....  
 BALANCE DUE.....

REQUEST TAKEN CONFIRMED APPROVED  
 DATE 2/6/97  
 TIME 9:00  
 BY Dr

WALK-IN Will Pick Up \_\_\_\_\_

Please remit invoice number with payment  
 TERMS: NET 10 DAYS FROM INVOICE DATE  
 1 1/2% per month on Past Due Amounts  
 Past 30 Days, 18% per Annum.

THANK YOU  
 from  
 Your Capital Connection

**ARTICLES OF INCORPORATION  
OF**

**INDUSTRIAL TECHNOLOGIES OF LATIN AMERICA, CORP.**

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97 FEB -6 AM 10:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber(s) of these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

**ARTICLE I. NAME**

The name of the corporation shall be: **INDUSTRIAL TECHNOLOGIES OF LATIN AMERICA, CORP.** The initial principal place of business of this corporation shall be 10515 S.W. 132rd Ct., Miami, Florida 33186

**ARTICLE II. NATURE OF BUSINESS**

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other State.

**ARTICLE III. CAPITAL STOCK**

The initial number of shares of stock that this corporation is authorized to have outstanding at any one time 100 shares of common stock having a par value of \$1.00 each.

#### **ARTICLE IV. REGISTERED AGENT AND REGISTERED OFFICE**

The registered agent's office address shall be located at 2151 LeJeune Rd., Suite 313, Coral Gables, Florida 33134, and the name of the initial registered agent of the corporation is Victor A. Careaga, Esq.

#### **ARTICLE V. TERMS OF EXISTENCE**

This corporation shall exist perpetually, unless sooner dissolved according to law.

#### **ARTICLE VI. SPECIAL PROVISIONS**

It is the intent of the incorporator(s) that the corporation will qualify as an corporation under the Internal Revenue Code. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

#### **ARTICLE VII. OFFICERS**

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or a appointed are, and their titles are:

**Victor A. Careaga, Esq.**  
317 Malaga Avenue  
Coral Gables, Florida 33134

#### **ARTICLE VIII. DIRECTORS**

This corporation shall have no directors, initially. The affairs of the Corporation will be managed by the shareholders until such time Directors are

#### **ARTICLE IX. INCORPORATORS**

The name and street address of the incorporator(s) to these Articles of  
Incorporation is(are):

**VICTOR A. CAREAGA**  
**317 Malaga Avenue**  
**Coral Gables, Florida 33134**

#### **ARTICLE X. SUBSCRIBERS**

The names and addresses of the subscribers to these Articles of  
Incorporation, and the number of shares each agrees to take are as follows:

**VICTOR A. CAREAGA**                      **100 shares**

#### **ARTICLE XI. STOCKHOLDERS' MEETING(S)**

The time and place of the annual stockholder's meeting shall be fixed and  
prescribed for in the bylaws and notice of same shall be given in one of the methods  
within or without the State. Any stockholder may waive notice of the time, place and  
purpose of the meeting, either before or after such meeting.

#### **ARTICLE XII. OFFICERS**

The officers of this corporation shall be a President, Vice-President, and such  
other officers and agents as may be necessary. All Officers and Agents, shall be  
chosen in such manner, hold their offices for such terms, and have such powers and

duties as may be prescribed in the bylaws or determined by the **Board of Directors**.

Any person may hold two or more offices. This corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner or as hereafter prescribed by law and all rights conferred on stockholders herein are granted subject to this reservation.

### **ARTICLE XIII. POWERS**

This corporation shall have the following powers:

- A. To have a corporation seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof to be impressed, affixed, or any other manner reproduced.
- B. To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal in, and with real or personal property or any interest therein wherever situated.
- C. To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of the property and assets.
- D. To lend money and use credit to assist the officers and employees in accordance with Florida Statute 607.141.
- E. To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligation of, other domestic or foreign corporations, associate partnerships, or individuals, or direct or indirect obligations of the United States or of any other Government, State, Territory,

Governmental District, or Municipality, or of any instrumentality thereof.

F. To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its bonds, notes, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises and income.

G. To lend money for corporate purposes, invest and reinvest its funds, and to take and hold real and personal property as security for the payments of the funds so loaned or invested.

H. To conduct its business, carry on the operations and have offices and exercise the powers granted by Florida Statutes 607, within or without the State.

I. To elect or appoint officers and agents of the corporation and define their duties and to fix their compensation.

J. To make and alter the bylaws, not inconsistent with these Articles of Incorporation, or laws of the State of Florida, for the administration and regulation of the affairs of the corporation.

K. To make donations for the public welfare of for charitable, scientific, or for educational purposes.

L. To transact any lawful business which the board of directors shall find will be in aid of governmental policy. M. To pay pensions and establish pension plans, profit sharing plans,

stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any and all of the directors, officers and employees of its subsidiaries.

N. To act as counsel, agent, promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust or other enterprise.

O. To have and exercise all powers necessary or convenient to effect the purposes of this corporation.

IN WITNESS WHEREOF, the undersigned (have)(has) hereunto set their(his) hand(s) and seal(s) this 5 day of FEBRUARY, 1997.

  
VICTORIA A. CAREAGA

STATE OF FLORIDA )  
                                  )ss  
COUNTY OF DADE )

BEFORE ME, the undersigned authority appeared the above-named individual, who has acknowledged the foregoing Articles of Incorporation and have signed and executed same for the purposes set forth therein and under no duress and/or undue influence.

  
VICTOR A. CAREAGA, ESQ.

Produced Identification PERSONALLY KNOWN

SWORN AND SUBSCRIBED before me this 5 day of February, 1997

  
NOTARY PUBLIC, State of Florida At Large

My commission expires:



**ACCEPTANCE OF DESIGNATION AS  
REGISTERED AGENT**

**I HEREBY** am familiar with and accept the duties and responsibilities as  
Registered Agent for **INDUSTRIAL TECHNOLOGIES OF LATIN AMERICA,  
CORP.**

  
\_\_\_\_\_  
**VICTOR A. CAREAGA, ESQ.**

STATE OF FLORIDA   )  
                                  ) SS  
COUNTY OF DADE    )

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97 FEB -6 AM 10:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**BEFORE ME**, the undersigned authority, personally appeared Victor  
CAREAGA who, after being duly sworn say that they have read the  
foregoing designation and have signed and executed the same for the purposes set forth  
therein.

**SWORN AND SUBSCRIBED** before me by this 5 day of February, 1997.

Produced Identification \_\_\_\_\_

  
\_\_\_\_\_  
Notary Public, State of Florida at Large

My commission expires:



artinc.doc