

P97000057577



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 448258 4312129

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : July 1, 1997

ORDER TIME : 10:47 AM

ORDER NO. : 448258-005

CUSTOMER NO: 4312129

CUSTOMER: Ellen Clark, Legal Assist
DICKENSON MURDOCH REX & SLOAN,
CHARTERED
Suite 410
980 North Federal Highway
Boca Raton, FL 33432

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****122.50 ****122.50

DOMESTIC FILING

NAME: SOUTHERN CONE INVESTORS, S.A.,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stephanie Stscherban

EXAMINER'S INITIALS: _____

ALL INFORMATION CONTAINED
HEREIN IS UNCLASSIFIED
DATE 10/1/97 BY 1043
1043

DIVISION OF CORPORATION

97 JUL -1 AM 11:27

RECEIVED

6

84 JUL 01 1997

**ARTICLES OF INCORPORATION
OF
SOUTHERN CONE INVESTORS S.A., INC.**

FILED
27 JUL -1 11:56
TALLAHASSEE, FLORIDA

ARTICLE I.

NAME

The name of the Corporation is: SOUTHERN CONE INVESTORS, S.A., INC.

ARTICLE II.

DURATION

This Corporation shall have perpetual existence.

ARTICLE III.

PURPOSE

This Corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV.

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this Corporation is 2626 N.W. 64th Blvd.,
Boca Raton, Florida 33496.

ARTICLE V.

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 2626 N.W. 64th Blvd., Boca Raton, Florida 33496, and the name of the initial registered agent of this Corporation at that address is NADAL ANTONIONI.

ARTICLE VI.

BOARD OF DIRECTORS

This Corporation shall have one (1) director initially.

The number of directors may be increased or decreased from time to time by the By-Laws. The name and address of the initial director is:

Nadal Antonioni
2626 N.W. 64th Blvd.
Boca Raton, FL 33496

ARTICLE VII.

CAPITAL STOCK

This Corporation is authorized to issue Fifty (50) shares of TEN DOLLAR (\$10.00) par value stock.

A majority of the outstanding shares shall constitute a quorum at shareholders' meetings unless the By-Laws shall make provision for some lesser percentage of shares (but not less than 33-1/3%).

ARTICLE VIII.

INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

Nadal Antonioni
2626 N.W. 64th Blvd.
Boca Raton, FL 33496

ARTICLE IX.

POWERS

This Corporation shall have all of the corporate powers enumerated in the Florida Business Corporations Act.

ARTICLE X.

MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in meetings of the Board of Directors by means of a conference telephone as provided by law.

ARTICLE XI.

ACTION BY BOARD OF DIRECTORS WITHOUT A MEETING

The directors of this Corporation may take action by written consent, as provided by law.

ARTICLE XII.

INDEMNIFICATION

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

ARTICLE XIII.

AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles, or any amendments 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 this 30 day of June, 1997.



NADAL ANTONIONI

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing Articles of Incorporation were acknowledged before me this 30 day of June, 1997, by NADAL ANTONIONI. He is personally known to me, or produced as identification.



NOTARY PUBLIC, State of Florida

(SEAL)

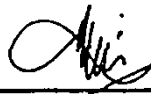
Printed Name of Notary/Secretary: BARBARA A. RUSSO
COMMISSION # CC 553734
My Commission Expires: EXPIRES JUN 28, 2000
BONDED THRU
ATLANTIC BONDING CO., INC.

ACCEPTANCE OF REGISTERED AGENT

The undersigned being named as Registered Agent to accept service of process of SOUTHERN CONE INVESTORS, S.A., INC., at the place designated in these Articles, hereby agrees to act in that capacity and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of those duties.

Date:

6/30/97



NADAL ANTONIONI

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08/30/97

FILED
JUL 1 2011
TALLAHASSEE, FLORIDA