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# ARTICLES OF INCORPORATION OF CREATIVA INC.



## ARTICLE I - NAME

The name of this Corporation is CREATIVA INC. and its address is 7631 S.W. 53rd Court, Miami, FL 33143.

## **ARTICLE II - DURATION**

This Corporation shall have perpetual existence.

## ARTICLE III - PURPOSE

This Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

## ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of one (\$1.00) dollar par value common stock, which shall be designated "Common Shares."

## ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent of this Corporation is Corporation Company of Miami, and its address is 201 S. Biscayne Boulevard, 1600 Miami Center, Miami, Florida 33131.

# ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have seven (7) Directors initially. The number of Directors may be increased or decreased from time to time by the Bylaws but shall never be less than one (1). The names and addresses of the initial Directors of this Corporation are:

NAME

**ADDRESS** 

Sharon O'Day

7631 S.W. 53 Court Miami, FL 33143

Woodrow Jones

Diversas Ltda.

Circular 3a. No. 68 C 21 Medellin, Colombia

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Juan David Susaeta Vasquez

Editorial Novedades Ltda.

"Edinova"

Carrera 43 A No. 49 B Sur 45

Envigado, Colombia

## ARTICLE VII - BYLAWS

The Bylaws of this Corporation may be adopted, altered, amended or repealed by either the Shareholders or Directors.

#### **ARTICLE VIII - INDEMNIFICATION**

This Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

## ARTICLE IX - INCORPORATOR

The name of the person signing these Articles is Timothy J. Murphy and his address is 201 S. Biscayne Boulevard, 1600 Miami Center, Miami, FL 33131.

## **ARTICLE X - AMENDMENT**

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this Action of October, 1997.

Timothy J. Murphy, Incorporator

## **ACCEPTANCE BY REGISTERED AGENT**

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED CORPORATION HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF ITS DUTIES.

DATED THIS LY DAY OF OCTOBER, 1997.

**CORPORATION COMPANY OF MIAMI** 

JILL B. ZAMMAS, Assistant Secretary

for CORPORATION COMPANY OF MIAMI

(Registered Agent)

MIA95 187493.1 - JBZ

97 OCT -7 PH 2: 57
SECRETARY OF STATE
TALL MENSORS FLORID.