

P98000004172

S

10:00 AM

PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET

((H98000000838 6))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY  
CONTACT: RAY STORMONT  
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: OSO VENTURE II, INC.

AUDIT NUMBER.....H98000000838

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

CERT. OF STATUS...1

PAGES.....(4)

CERT. COPIES.....1

DEL.METHOD...FAX

EST.CHARGE.. \$131.25


NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX  
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

\*\* ENTER 'M' FOR MENU. \*\*

ENTER SELECTION AND <CR>:  
Help F1 Option Menu F2

NUM

Connect: 00:08:58

  
CUS + 122.70

FILED  
98 JAN 14 PM 12:18  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

B. McKnight JAN 14 1998

4

H98000000838

Audit Number: \_\_\_\_\_

**ARTICLES OF INCORPORATION  
OF  
OSO VENTURE II, INC.**

The undersigned hereby adopt the following Articles of Incorporation for the purpose of forming a corporation under the Florida Business Corporation Act:

**I.  
NAME**

The name of this corporation is Oso Venture II, Inc. (the "Corporation"). The principal place of business and mailing address of the Corporation is Unit 2704, 1627 Brickell Avenue, Miami, Florida 33129.

**II.  
EFFECTIVE DATE AND DURATION**

The effective date of this Corporation shall be the date filed with the Secretary of State of the State of Florida, and shall exist perpetually thereafter unless sooner dissolved according to law.

**III.  
PURPOSE**

This Corporation is authorized to engage in any business permitted to corporations organized under the Florida Business Corporation Act.

**IV.  
CAPITALIZATION**

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 1,000 shares of common stock having a par value of \$1.00 per share.

Juan T. O'Naghten  
Fla. Bar No.: 305774  
Suite 1100  
2665 South Bayshore Drive.  
Miami, Florida 33133

Audit Number: \_\_\_\_\_

(305) 285-0800

H98000000838

**FILED**  
98 JAN 14 PM 12:18  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

H98000000838

Audit Number: \_\_\_\_\_

**V.  
INITIAL REGISTERED OFFICE AND AGENT**

The initial registered office of this Corporation shall be 2665 South Bayshore Drive, Suite 1100, Miami, Florida 33133 and the initial registered agent of this Corporation at such office shall be Rolando Delgado, who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes, as amended from time to time, with respect to keeping an office open for service of process.

**VI.  
INITIAL DIRECTORS**

The number of directors constituting the board of directors of the corporation shall be determined in accordance with the bylaws, but shall not be less than one (1). The names and addresses of the persons who are to serve as members of the initial board of directors are:

<u>Name</u>	<u>Address</u>
Juan Manuel Fangio	Unit 2704 1627 Brickell Avenue Miami, Florida 33129

**VII.  
INCORPORATOR**

The incorporator is Juan T. O'Naghten and his address is 2665 South Bayshore Drive, Suite 1100, Miami, Florida 33133.

In witness whereof, the undersigned has executed these Articles of Incorporation on January 12, 1998.

  
\_\_\_\_\_  
Juan T. O'Naghten, Incorporator

Audit Number: \_\_\_\_\_

H98000000838

H98000000838

Audit Number: \_\_\_\_\_

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT AND REGISTERED OFFICE  
AND ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

1. The name of the Corporation is: Oso Venture II, Inc.

2. The name and address of the registered agent and the registered office is: Rolando Delgado, Suite 1100, 2665 South Bayshore Drive, Miami, Florida 33133

Pursuant to Sections 48.001 and 607.0501, et seq., Florida Statutes, the undersigned has been named to act as the registered agent of Bayshore Title Services, Inc. at the place designated in this certificate and the undersigned agrees to accept such appointment and to act in that capacity. The undersigned further agrees that the undersigned will comply with all provisions of all statutes relating to the proper and complete performance of the duties of the registered agent of the Corporation and that the undersigned is familiar with and accepts the obligations of the position of registered agent for the Corporation.

Date: January 12, 1998

  
Rolando Delgado, Registered Agent

**FILED**  
98 JAN 14 PM 12:18  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Juan T. O'Naghten  
Fla. Bar No.: 305774  
Suite 1100  
2665 South Bayshore Drive  
Miami, Florida 33133

Audit Number: \_\_\_\_\_

H98000000838