

6/30/98

FLORIDA DIVISION OF CORPORATIONS
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FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
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NAME: PONTAL INTERNATIONAL CORPORATION

AUDIT NUMBER.....H98000012076

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

July 2, 1998

EMPIRE

SUBJECT: PONTAL INTERNATIONAL CORPORATION
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We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

You failed to make the correction(s) requested in our previous letter.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

THE CONFLICT IS "PONTAL INTERNATIONAL CORPORATION", DOCUMENT NUMBER V42938.

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Tracy Augsburg
Document Specialist

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF**

PONTAL ENTERPRISES CORPORATION

The undersigned files these Articles of Incorporation in order to form a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be Pontal Enterprises Corporation
CORPORATION The existence of this corporation shall commence upon the filing of these Articles of Incorporation and shall continue perpetually unless dissolved according to law.

ARTICLE II

The corporation is being organized for the purpose of transacting any and all lawful business permitted under the laws of the State of Florida and the laws of the United States.

ARTICLE III

The authorized capital of this corporation shall consist of Ten Thousand Shares of common stock with par value of One (\$1.00) Dollar per share. All of the stock be payable in cash, real or personal property, or labor or services in lieu of cash, the valuation of any of the above to be fixed by the board of directors of this corporation.

ARTICLE IV

The street address of the initial principal office and the name and address of it's registered agent shall be as follows:

**WILLIAM H. ALBORNOZ, ESQUIRE
ALBORNOZ, SEGREDO & WEISZ
901 PONCE DE LEON BLVD.
SUITE #601
CORAL GABLES, FLORIDA 33134**

William H. Albornoz, Esquire
901 Ponce De Leon Blvd., Suite 601
Coral Gables, Florida 33134
Tel. (305) 444-1741
Fl. Bar No. 329568

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ARTICLE V

The initial board of directors of the corporation shall be composed of one person.
The name and address of this corporation's director is as follows:

JOAO CARLOS RIBEIRO
901 Ponce de Leon Blvd.
Suite 601
Coral Gables, Florida 33134

ARTICLE VI

The name and address of the incorporator of this corporation is:

JOAO CARLOS RIBEIRO
901 Ponce de Leon Blvd.
Suite 601
Coral Gables, Florida 33134

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ARTICLE VII

The corporation, by duly adopted action of the board of directors, may indemnify and insure its officers and directors to the extent now or hereafter, permitted by law.

IN WITNESS WHEREOF, the undersigned, being the original incorporator of the above named corporation, for the purpose of forming a corporation to do business both within and without the State of Florida, pursuant to the laws of the State of Florida, does hereby execute and file these Articles, declares and certifies that the facts herein stated are true this _____ day of June, 1998.


JOAO CARLOS RIBEIRO

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned hereby accepts the appointment of registered agent contained in the foregoing Articles of Incorporation.


WILLIAM H. ALBORNOZ, ESQUIRE

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