

9/15/98

P 98000079706

FLORIDA DIVISION OF CORPORATIONS  
PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET

1:24 PM

((H98000017202 6))

TO: DIVISION OF CORPORATIONS

FAX #: (850) 922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305) 541-3694

FAX #: (305) 541-3770

NAME: CEVEN CORP.

AUDIT NUMBER.....H98000017202

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

CERT. OF STATUS..0

PAGES..... 5

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

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: 00:09:22

FILED

98 SEP 15 PM 3.30

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

9-15-98  
WTH

H98000017202

## ARTICLES OF INCORPORATION

OF

**Ceven Corp.**

*These Articles are in compliance with Chapter 607, F.S.*

### ARTICLE I

The name of this corporation shall be: Ceven Corp.

### ARTICLE II

This corporation shall commence existence upon the date of filing with the Division of Corporations, state of Florida, and shall have perpetual existence.

### ARTICLE III

The principal place of business and mailing address of this corporation shall be: 957 NW 132 Avenue, Miami, Florida 33182.

### ARTICLE IV

The general nature of business of this corporation is to transact any and all lawful business.

### ARTICLE V

The aggregate number of shares which this corporation shall have authority to issue is the total sum of 25,000 having an individual par value of \$ 1.00.

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

PREPARED BY: RAY STORMONT, EMPIRE CORPORATE KIT COMPANY  
1492 W. FLAGLER STREET, #200, MIAMI, FLORIDA 33135 (305)541-3694

H98000017202

FILED  
98 SEP 15 PM 3:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

H980000 17202

#### ARTICLE VI

The name and street address of the initial Registered Agent of this corporation shall be: Janet Garcia, 957 NW 132 Avenue, Miami, Florida 33182.

#### ARTICLE VII

The initial board of Directors shall consist of a total of 2 person(s) and the name and address of the person(s) who is(are) to serve as an initial director(s) is(are):

Marcelo Massarani Director	957 NW 132 Avenue Miami, Florida 33182
-------------------------------	---

Nicolas Retrivi Director	957 NW 132 Avenue Miami, Florida 33182
-----------------------------	---

#### ARTICLE VIII

The name, title and address of the officers of this corporation shall be:

Marcelo Massarani President	957 NW 132 Avenue Miami, Florida 33182
--------------------------------	---

Nicolas Retrivi Vice-President	957 NW 132 Avenue Miami, Florida 33182
-----------------------------------	---

Janet Garcia Secretary/Treasurer	957 NW 132 Avenue Miami, Florida 33182
-------------------------------------	---

F021000084

H98000017202

ARTICLE IX

The name and address of the incorporator executing these Articles of Incorporation is:

EMPIRE CORPORATE KIT OF AMERICA, INC.  
1492 W. FLAGLER ST #200  
MIAMI, FL 33135

The undersigned has executed these Articles of Incorporation this 15th  
day of September, 1998.

Ray Stormont  
Incorporator  
Ray Stormont/President  
Signing for  
Empire Corporate Kit of America, Inc.

H98000017202

FILED  
98 SEP 15 PM 3:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

H98000017202

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

First that CEVEN CORP.  
(Name of Corporation)

desiring to organize under the laws of the State of FLORIDA  
(Florida)

with its principal office, as indicated in the articles of incorporation has

named JANET GARCIA  
(Name of Registered Agent)

located at 957 NW 132 AVENUE

City of MIAMI County of MIAMI-DADE State of Florida,

as its agent to accept service of process within this state.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE \_\_\_\_\_

*Janet Garcia*  
Registered Agent

H98000017202