

P99000003628

January 4, 1999

**VIA FEDERAL EXPRESS**

Secretary of State  
Division of Corporation  
409 East Gains Street  
Tallahassee, Florida 32399

000002737000--6  
-01/11/99--01128--003  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: Formation of Vene Kleen, Inc.

Dear Sir/Madam:

Enclosed are an original and one (1) copy of the Articles of Incorporation ("Articles") and Certificate of Registered Agent and Registered Office ("Certificate") for Vene Kleen, Inc. Also enclosed is a check made payable to the Secretary of State in the amount of \$78.75 for payment of the following:

Certificate of Incorporation	
Filing fee	\$ 35.00
Certified copy of the Certificate of Incorporation	8.75
Registered Agent's fee	<u>35.00</u>
Total	<u>\$ 78.75</u>

FILED  
99 JAN 11 AM 11:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

After the Articles and Certificate are filed, please forward the certified copy of the Articles and Certificate to me in the enclosed addressed stamped envelope.

Jorge L. Davila  
8160 Geneva Ct. Ste A413  
Miami, FL 33164

CB  
1-13-99  
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Thank you for your assistance with this matter.

Sincerely yours,

  
JORGE LUIS TAVIO

Enclosures

ARTICLES OF INCORPORATION  
OF  
VENE KLEEN, INC.

The undersigned incorporator, for purposes of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

- FIRST: The name of the Corporation is Vene Kleen, Inc. (the "Corporation").
- SECOND: The street address of the initial principal office and mailing address of the Corporation is 8160 Geneva Court, #A413, Miami Florida 33166.
- THIRD: The Corporation is authorized to issue 100 shares of common stock of \$1.00 par value per share.
- FOURTH: The street address of the initial registered office of the Corporation is: 8160 Geneva Court, #A413, Miami Florida 33166.
- FIFTH: The name and address of the incorporator of the Corporation is: Jorge Luis Tavio at 8160 Geneva Court, #A413, Miami Florida 33166.
- SIXTH: The Corporation is organized for the purpose of transacting any and all lawful activities or business for which corporations may be formed under Chapter 607 of the Florida Statutes.
- SEVENTH: The Corporation expressly elects not to be governed by either Section 607.0901 or 607.0902 of the Florida Business Corporation Act, as each may be amended from time to time, relating to affiliated transactions and control share acquisitions.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 6<sup>th</sup> day of January, 1999.



JORGE LUIS TAVIO, INCORPORATOR

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACCEPTANCE OF APPOINTMENT  
OF  
REGISTERED AGENT

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.

  
JORGE LUIS TAVIO

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA