

P99 000010778

Florida Department of State  
Division of Corporations  
Public Access System  
Katherine Harris, Secretary of State

## Electronic Filing Cover Sheet

**Note:** Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H99000002747 6)))

**Note:** DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations  
Fax Number : (850) 922-4001

From: Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 541-3694  
Fax Number : (305) 541-3770

FILED  
99 FEB -3 PM 1:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FLORIDA PROFIT CORPORATION OR P.A.**

ingetec usa, inc.

Certificate of Status	0
Certified Copy	1
Page Count	07
Estimated Charge	\$78.75

m 2/3/99

6

#99000002747

STATE OF FLORIDA  
ARTICLES OF INCORPORATION  
OF

**INGETEC USA, INC.**

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

The name of the corporation is:

**Ingetec USA, Inc.**

ARTICLE II

Nature of business

The corporation is initially organized for the general purpose of transacting any or all lawful business for which corporations may be incorporated pursuant to Chapter 607, Fla. Stat.

ARTICLE III

Shares

The maximum number of shares that the corporation is authorized to have outstanding shall be 1000 shares of common, \$1.00 par value voting stock, all of one class.

Harry D. Polatsek, Esq.  
2455 E. Sunrise Blvd., Suite 1216  
Ft. Lauderdale, FL 33304  
Telephone #: (954) 566-0377  
Florida Bar #: 230960

FILED  
99 FEB -3 PM 1:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

#99000002747

H99000002747

ARTICLE IV

Section 1244 Stock

The incorporator, Subscribers and Directors of the corporation intend that all stock shall be issued pursuant to Section 1244 of the Internal Revenue Code of 1954, as amended.

ARTICLE V

Unissued or Treasury shares

Each shareholder of the corporation shall enjoy the preemptive right to acquire a proportionate share of any unissued or treasury shares to be sold by the corporation on the same terms as such shares would be sold to non-shareholders. The number of shares that each shareholder shall be entitled to purchase shall be determined by multiplying the number of shares of unissued or treasury stock to be sold by a fraction which has as its numerator the number of shares owned by the purchasing shareholder, and which has its denominator the total number of issued and outstanding shares of the corporation owned by all shareholders before the contemplated sale. In the event that any shareholder chooses to purchase less than all the shares to which he is entitled to purchase, the remaining shares shall first be offered to the remaining shareholders of the corporation. In the event that the calculations set out above result in a shareholder being entitled to purchase a fraction of a share, the corporation shall issue such fractional share. Unissued or treasury shares may be offered to a non-shareholder of the corporation only after all the existing shareholders have refused to purchase the shares offered.

ARTICLE VI

Initial Registered Office and Registered Agent

The Street address of the initial registered office of the corporation is 7149 SE Riversedge Street, Jupiter, FL 33458 and the name of the initial registered agent of the corporation is Guy Bouvret.

H99000002747

H99000002747

ARTICLE VII

Directors

The corporation shall have two directors initially. The number of directors may be changed from time to time according to the By-Laws of the corporation, but the number shall never be more than five. The names and addresses of the initial directors are:

Guy Bouvret,

7149 SE Riversedge Street  
Jupiter, FL 33458

Pierre Noguerra,

7149 SE Riversedge Street  
Jupiter, FL 33458

ARTICLE VIII

Incorporation

The name and address of the person signing these articles of incorporation is:

Guy Bouvret,

7149 SE Riversedge Street  
Jupiter, FL 33458

ARTICLE IX

Duration of corporation

The duration of the corporation shall be perpetual.

ARTICLE X

Corporation's principal office

The initial principal office of this corporation shall be:

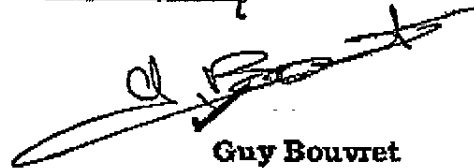
7149 SE Riversedge Street

Jupiter, FL 33458

H99000002747

H99000002747

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation of Ingetec USA, Inc. on this 26 day of JANUARY 1999.

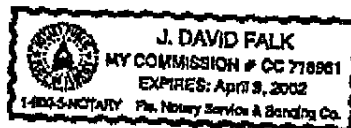
  
Guy Bouvret

STATE OF FLORIDA :  
COUNTY OF PAL BEACH : ss.:

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgements, personally appeared Guy Bouvret of Ingetec USA, Inc. to me known to be the person described in and who acknowledged before me that he executed the foregoing instrument.

WITNESS my hand and official seal in the County and State last aforesaid on this 26th day of January, 1999.

  
NOTARY PUBLIC  
State of Florida.



H99000002747

H99000002747

CERTIFICATE

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
OF THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING  
UPON PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in  
compliance with said Act;

That Ingetec USA, Inc. desiring to organize under the laws of the  
State of Florida, with its principal office as indicated in the Articles  
of Incorporation in the City of Jupiter, County of Palm Beach and the  
State of Florida, has named Guy Bouvret, whose address is detailed  
in Article VI, as its agent to accept service of process within this  
State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the  
above named corporation at the place designated in this  
certificate, I hereby accept to act in this capacity and  
agree to comply with the provision of said Act relating to  
keeping open said office.



Guy Bouvret  
Registered Agent

FILED  
99 FEB -3 PM 1:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

January 22, 1999.

H99000002747