

OFFICE USE ONLY (Document #)

LAZARUS CORPORATE FILING SERVICE, INC.

(Requestor's Name)

3320 S.W. 87th AVENUE

(Address)

MIAMI, FLORIDA (305) 552-5973

(City, State, Zip) (Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

000002962030--9

-08/17/99-01048-018

*****78.75 *****78.75

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. EDITORIAL VENEZUELA INC

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)



Walk in



Pick up time

2:00



Certified Copy



Mail out



Will wait



Photocopy



Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

ARTICLES OF INCORPORATION
OF
EDITORIAL VENEZUELA INC

FILED
99 AUG 17 PM 12:48
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I

The name of this Corporation shall be:

EDITORIAL VENEZUELA INC

ARTICLE II

This Corporation may engage in the transaction of any or all lawful business for which a Corporation may be incorporated under the Florida General Corporation Act of the State of Florida.

ARTICLE III

The maximum number of shares of stock which the Corporation is authorized to have outstanding at any time shall be 500 shares of common stock, with a par value of \$1.00 per share.

ARTICLE IV

The shareholders of this Corporation shall have preemptive rights to acquire unissued shares of the Corporation or securities of the Corporation convertible into carrying a right to or acquire shares.

ARTICLE V

This Corporation is to have perpetual existence.

ARTICLE VI

The principal office of this Corporation shall be located at:

2029 NW 87 AVENUE
MIAMI, FL. 33172

with the Corporation retaining the power of moving its office to any other address in Florida, as may from time to time be determined and authorized by its Board of Directors, with branch offices in such other cities or countries as may from time to time be authorized by its Board of Directors.

ARTICLE VII

The initial registered office of this Corporation shall be at:

2029 NW 87 AVENUE
MIAMI, FL. 33172

ARTICLE VIII

The initial registered agent at such address shall be:

CARLOS MENDEZ

ARTICLE IX

This Corporation shall at all times have at least one (1) Director who shall conduct the business of the Corporation as a Board of Directors. The stockholders of this Corporation may, from time to time, and at any time, increase or decrease the size of the Board of Directors of the Corporation.

ARTICLE X

The name and address of the members of the First Board of Directors who shall hold office until the first annual meeting of shareholders and or until their earlier resignation, removal from office, or death are:

CARLOS MENDEZ: 2029 NW 87 AVENUE
MIAMI FL. 33172

ARTICLE XI

The name and addresses of the incorporators are:

CARLOS MENDEZ: 2029 NW 87 AVENUE
MIAMI, FL. 33172

ARTICLE XII

The by-laws of this Corporation may be created, amended, changed or replaced by either the stockholders or the Directors of the Corporation at any duly scheduled special meeting called for that purpose.

I, the undersigned, do hereby subscribe, acknowledge and file these Articles of Incorporation, hereby certify that the facts herein stated are true correct and accordingly hereto set my hand and seal

this 13 day of August 19 99.


CARLOS MENDEZ

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pusuant to the provisions of section 607.0501, Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the followong statement in designating the registered office registered agent, in the State of Florida.

1. The name of the Corporation is:

EDITORIAL VENEZUELA INC

2. The name and address of the registered agent and office is:

CARLOS MENDEZ: 2029 NW 87 AVENUE
MIAMI, FL. 33172

Signature _____

Date _____

[Handwritten Signature]

08/13/99

SECRETARY OF STATE
TALLAHASSEE FLORIDA

99 AUG 17 PM 12:48

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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 _____

Date _____

[Handwritten Signature]

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