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## Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

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## FLORIDA PROFIT CORPORATION OR P.A.

nogi corporation

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FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

September 22, 1999

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**ARTICLES OF INCORPORATION  
OF  
NOGI CORPORATION**

I, the undersigned, hereby execute and acknowledge these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

**ARTICLE I**

**NAME AND ADDRESS OF CORPORATION**

The name and address of the corporation shall be: **NOGI CORPORATION** located at 7820 Camino Real, J316, Miami, Florida 33143.

**ARTICLE II**

**DURATION OF CORPORATION**

The corporation shall have a perpetual existence which shall begin on the date of the filing of these Articles of Incorporation with the Department of State.

**ARTICLE III**

**PURPOSE**

The general purpose for which the corporation is organized includes the transaction of all lawful business for which corporation may be incorporated under this Chapter.

**ARTICLE IV**

**AUTHORIZED CAPITAL**

The corporation shall be authorized to issue 100 shares common stock of \$1.00 par value, for the total authorized capital of \$100.00.

Prepared By:  
Enrique J. Ventura, Jr., Esq.  
Florida Bar No. 794937  
255 University Drive

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## ARTICLE V

## PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his prorata share thereof at the price at which it is offered to others.

## ARTICLE VI

**INITIAL REGISTERED AGENT AND ADDRESS**

The name and address of the initial registered agent is: Enrique J. Ventura, Jr.;  
255 University Drive, Coral Gables, Florida 33134.

## ARTICLE VII

## DIRECTORS

This corporation shall have one (1) director, initially. The name and street address of the initial member of the Board of Director is:

1. **Julio Antonio Ventura** **7820 Camino Real, J316**  
**Miami, Florida 33143**

## ARTICLE VIII

**INCORPORATOR**

**. The name and address of the Incorporator is:**

Enrique J. Ventura, Jr., Esquire  
255 University Drive  
Coral Gables, Florida 33134

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**ARTICLE IX**

**OFFICERS**

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

President

Julio Antonio Ventura  
7820 Camino Real, J316  
Miami, Florida 33143

Secretary

Julio Antonio Ventura  
7820 Camino Real, J316  
Miami, Florida 33143

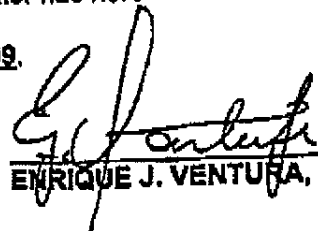
Vice-President

Julio Antonio Ventura  
7820 Camino Real, J316  
Miami, Florida 33143

Treasurer


Julio Antonio Ventura  
7820 Camino Real, J316  
Miami, Florida 33143

**IN WITNESS WHEREOF**, the Incorporator has hereunto subscribed  
this name, on the 20<sup>th</sup> day of September, 1999.

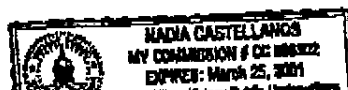
  
ENRIQUE J. VENTURA, JR.

STATE OF FLORIDA )  
COUNTY OF DADE )

The foregoing instrument was acknowledged before me this 20<sup>th</sup> day of  
September, 1999, by Enrique J. Ventura, Jr., who is X personally known or  
\_\_\_\_\_ produced \_\_\_\_\_ as identification.

  
Notary Public,  
State of Florida at Large  
Print/Type Name:

My Commission Expires:

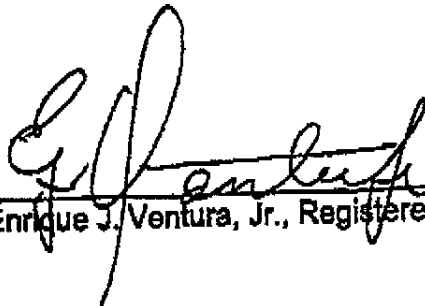


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## ACKNOWLEDGMENT

Having been designated to accept service of process for the above named corporation, at the place designated in this Certificate, and agree to comply with the provisions of the Florida Laws relating to keeping open said office.

  
Enrique J. Ventura, Jr., Registered Agent

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