

P990000091164

ATTORNEYS' TITLE

Attorney's Name

10 E. Jefferson St.

Address

Tallahassee, FL 32301

City/St/Zip

850-222-2785

Phone #

Barbara →

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

- 1- LECTORUM DISTRIBUTORS, INC.
- 2-
- 3-
- 4-

☒ Walk-in

☐ Pick-up time ASAP

☒ Certified Copy

☐ Mail-out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS

☒	Profit
☐	Non-Profit
☐	Limited Liability
☐	Domestication
☐	Other

AMENDMENTS

☐	Amendment
☐	Resignation of R.A., Officer/Director
☐	Change of Registered Agent
☐	Dissolution/Withdrawal
☐	Merger

OTHER FILINGS

☐	Annual Report
☐	Fictitious Name
☐	Name Reservation

REGISTRATION/QUALIFICATION

☐	Foreign
☐	Limited Partnership
☐	Reinstatement
☐	Trademark
☐	Other

300003016333--8
-10/18/99--01005--009
*****78.75 *****78.75

EFFECTIVE DATE
10-13-99

Examiner's Initials

RECEIVED
99 OCT 18 AM 8:14
TALLAHASSEE, FLORIDA
DEPARTMENT OF REVENUE
STATE OF FLORIDA
gjc
10/18

ARTICLES OF INCORPORATION
OF
LECTORUM DISTRIBUTORS INC.

The undersigned incorporator hereby executes, acknowledges and files with the Florida Department of State the following Articles of Incorporation (the "Articles") for the purpose of organizing a corporation under the Florida Business Corporation Act (the "Act").

ARTICLE I - Name

The name of the corporation is **LECTORUM DISTRIBUTORS INC.**

FILED
99 OCT 18 AM 9:47
TALLAHASSEE, FLORIDA

ARTICLE II - Principal Office

The initial principal place of business or mailing address of the Corporation shall be
c/o SÁEZ LEÓN URDANETA CALZADILLA & PÉREZ-BURELLI, 888 Brickell Avenue,
5th Floor, Miami, Florida 33131.

EFFECTIVE DATE
10-13-99

ARTICLE III - Term of Existence

This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five days, exclusive of legal holidays, after

they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

ARTICLE IV - Nature of Business

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE V - Authorized Shares

(a) **Number.** The Corporation is authorized to issue one thousand (1,000) shares of common stock having a par value of \$1.00 each.

(b) **Preemptive Rights.** Shareholders shall have preemptive rights.

ARTICLE VI - Initial Registered Office and Agent

The street address of the initial registered office of this corporation shall be 888 Brickell Avenue, 5th Floor, Miami, Florida 33131 and the name of the initial registered agent of this corporation at that address is JUAN VICENTE URDANETA, ESQ.

ARTICLE VII - Directors

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the Corporation shall be managed under the direction of its board of directors. The Corporation shall have four (4) directors initially. The number of directors

may thereafter be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The name and address of the first member of the board of directors are:

<u>Name:</u>	<u>Address:</u>
Porfirio Romo Lizárraga	888 Brickell Avenue, 5 th Floor, Miami, Florida 33131
José María Martí Tena	888 Brickell Avenue, 5 th Floor, Miami, Florida 33131
Manuel Mirelles Hernández	888 Brickell Avenue, 5 th Floor, Miami, Florida 33131
Martha Patricia González Escalona	888 Brickell Avenue, 5 th Floor, Miami, Florida 33131

ARTICLE VIII - Bylaws

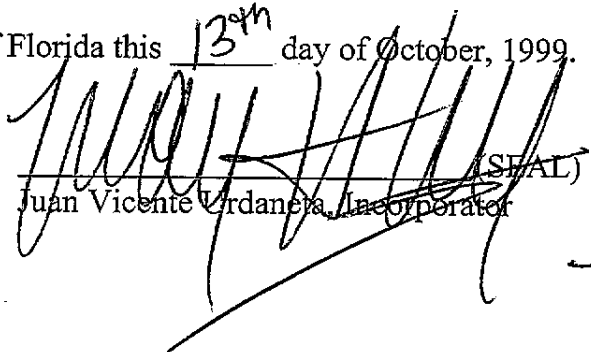
The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors and the shareholders, but the board of directors may not alter, amend or repeal any bylaws adopted by the shareholders if the shareholders provide that such bylaws shall not be altered, amended or repealed by the board of directors.

ARTICLE IX - Incorporator

The name and address of the subscriber to these Articles are:

<u>Name:</u>	<u>Address:</u>
JUAN VICENTE URDANETA, ESQ.	888 Brickell Avenue, 5 th Floor Miami, Florida 33131

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation in the City of Miami, State of Florida this 13th day of October, 1999.

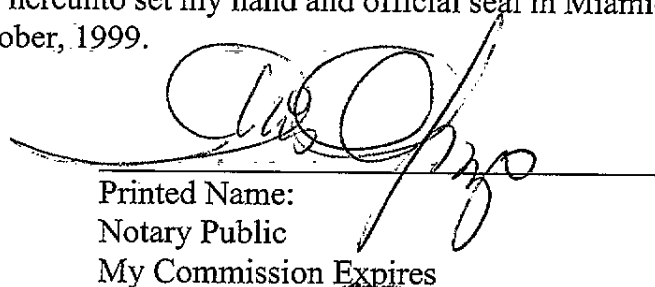


Juan Vicente Urdaneta, Incorporator

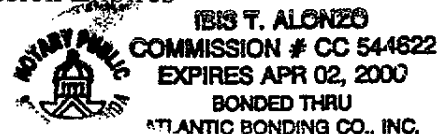
STATE OF FLORIDA)
)SS:
COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned authority, this day personally appeared JUAN VICENTE URDANETA, who is to me well known to be the person described in and who subscribed the above Articles of Incorporation, and he did acknowledge before me that he made and subscribed the same for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in Miami-Dade County, Florida this 13th day of October, 1999.



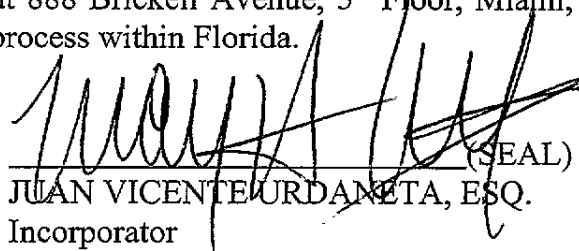
Printed Name:
Notary Public
My Commission Expires



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

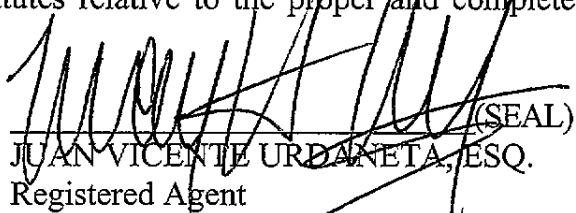
In compliance with Section 48.091, Florida Statutes, the following is submitted:

LECTORUM DISTRIBUTORS INC., desiring to organize or qualify under the laws of the State of Florida with its principal place of business at City of Miami, State of Florida has named Juan Vicente Urdaneta, Esq., located at 888 Brickell Avenue, 5th Floor, Miami, Florida 33131, as its agent to accept service of process within Florida.


(SEAL)
JUAN VICENTE URDANETA, ESQ.
Incorporator

Dated: October 13, 1999

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


(SEAL)
JUAN VICENTE URDANETA, ESQ.
Registered Agent

Dated: October 13, 1999

C:\Juan\Romo\LectorumDistributorsInc\Docs\Articlesoffinc

FILED
99 OCT 18 AM 9:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA