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Account Name : FAS-T CORP. AGENTS, INC.
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FLORIDA PROFIT CORPORATION OR P.A.

VENUSA INTERNATIONAL, INC.

Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 6, 1999

FAS-T

SUBJECT: VENUSA, INC.
REF: W99000027812

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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Adding "of Florida" or "Florida" to the end of a name is not acceptable.

THE NAME CONFLICT IS VENUSA, INC. DOC #V71411.

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Neysa Culligan
Document Specialist

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ARTICLES OF INCORPORATION

The undersigned, acting as incorporator of a Corporation pursuant to Chapter 617, Florida Statute, adopt(s) the following Articles of Incorporation of such corporation:

ARTICLE I - NAME AND PLACE OF BUSINESS

The name of the Corporation shall be:

VENUSA INTERNATIONAL, INC.

The principal place of business of this Corporation shall be:

1645 Dunlawton Avenue, # 1221
Port Orange, FL 32127

ARTICLE II - TERM OF EXISTENCE

The period of the duration of this Corporation is perpetual unless dissolved according to law.

ARTICLE III - NATURE OF BUSINESS

The Corporation may engage in any activity or business permitted under the laws of the United States of America and of this State, except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, fraternal benefits society, state fair or exposition.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having a nominal par value of \$1.00 per share.

ARTICLE V - INITIAL CAPITAL

The amount of capital with which this Corporation will begin business is \$10,000.00.

ARTICLE VI - DIRECTORS

This Corporation shall have one director initially. The number of directors may be increased or diminished from time to time by the Bylaws adopted by the stockholders.

Hernan A. Fernandez
Evelyn Fernandez

ARTICLES VII - STOCK SUBSCRIBERS

The name of the stock subscribers are:

NAME: VENEZOLANA DE GRANOS R.S., C.A.

ARTICLES VIII - OFFICERS

The name and address of each Officer of this Corporation, and their offices in the Corporation are:

NAME: Hernan A. Fernandez
President

NAME: Evelyn Fernandez
Treasurer/Secretary

ARTICLE IX - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every Amendment shall be approved by the Board of Directors, proposed to them by the Stockholders, and approved at a Stockholder's meeting by a majority of the stock entitled to vote thereon, unless all of the directors and all of the Stockholders sign a written statement manifesting their intention on a certain amendment to these Articles of Incorporation be made.

ARTICLE X - INCORPORATOR

The incorporator of these Articles of Incorporation is Barry N. Brumer, Esquire, 5728 Major Blvd, Suite 265, Orlando, FL 32819.

ARTICLE XXI - REGISTERED AGENT

The initial registered agent, for notices and service of process, is Barry N. Brumer, Esquire, 5728 Major Blvd, Suite 265, Orlando, FL 32819.

Barry N. Brumer

Barry N. Brumer, Esquire

ACCEPTANCE BY REGISTERED AGENT

Barry N. Brumer, Esquire, does hereby accept his appointment as registered agent for VENUSA INTERNATIONAL, INC.

Barry N. Brumer

Barry N. Brumer, Esquire

5728 Major Blvd, Suite 265
Orlando, FL 32819

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