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

From: Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

C. & L. USA CORP.

Certificate of Status	0
Certified Copy	1
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ARTICLES OF INCORPORATION

OF

C. & L. USA CORP.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: C. & L. USA CORP.

The principal place of business of this corporation shall be:

3899 N.W 7th St., Suite #203., Miami FL 33126

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ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any of all lawful activities of business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is 500 @ \$1.00 authorized to have outstanding at any one time is FIVE HUNDRED @ \$1.00 (ONE DOLLAR)

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and directors(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

JOSE CORKIDI, PRESIDENT
3899 N.W 7th St., Suite #203
Miami FL 33126
MAX C. LEDERMAN, VICE-PRESIDENT
3899 N.W 7th St., Suite #203
Miami FL 33126
TAMAR CORKIDI, SECRETARY
3899 N.W 7th St., Suite #203
Miami FL 33126

VIVIAN LEDERMAN, TREASURY
3899 N.W 7th St., Suite #203
Miami FL 33126

ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

JOSE CORKIDI
3899 N.W 7th St., Suite #203
Miami FL 33126
MAX C. LEDERMAN
3899 N.W 7th St., Suite #203
Miami FL 33126
TAMAR CORKIDI
3899 N.W 7th St., Suite #203
Miami FL 33126

VIVIAN LEDERMAN
3899 N.W 7th St., Suite #203
Miami FL 33126

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 7 day of July, 2000

Signature(s) of Incorporator(s)



CERTIFICATE DESIGNATING

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REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325 Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: C. & L. USA, CORP.

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

JOSE CORKIDI

3899 N.W 7th Street., Suite #203
(P.O. BOX NOT ACCEPTABLE)

Miami FL 33126
(CITY/STATE/ZIP)

SIGNATURE [Signature]
(Corporate Officer)

TITLE President

DATE July 7, 2000

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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE [Signature]
(Registered Agent)

DATE July 7, 2000

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TALLAHASSEE, FLORIDA
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