



FROM: [illegible] TO: [illegible]

TO

10/02/2000 11:10

PREPARED BY:  
B & L BUSINESS LEGAL  
141 NE 3rd AVE B.206  
MIAMI FL 33132  
EVIAN NORONHA  
305-373-6711

(5)

ARTICLES OF INCORPORATION OF

H95000006403

**ARTICLE I - NAME:**

The name of this corporation is: **GEXPORT ELECTRONICS CORP.**

with the principal place of business located at:

168 SE 1ST S.604  
MIAMI FL 33131

FILED  
10/02/2000  
11:10 AM  
CLERK OF COURT  
CORPORATION  
SECTION

**ARTICLE II - PURPOSE**

This corporation shall have perpetual existence and may engage in any and all lawful business under the laws of the United State and the State of Florida.

**ARTICLE III - CAPITAL STOCK**

This corporation is authorized to issue 1000 shares of one dollar per (\$1.00) par value common stock.

**ARTICLE IV - PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash or any new common stock of this corporation, shall have the right to purchase their pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE V - INITIAL REGISTERED OFFICE**

The street address of the registered office of this corporation is:

168 SE 1ST S.604  
MIAMI FL 33131

The name of the initial Registered Agent of this corporation is:

LOURDES PINHEIRO

H95000006403

H9500006403

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The corporation shall have 03 director(s) initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one (1). The initial director(s) of this corporation :

- LOURDES PINHEIRO - PRESIDENT
- CHARLES COSTA ANDRADE - VICE PRESIDENT
- VALDEMIR BATISTA DOS SANTOS - SECRETARY

ARTICLE VII - INCORPORATOR

The name and address of the person signing this article is:

LOURDES PINHEIRO  
 168 SE 1ST S.604  
 MIAMI FL. 33131

ARTICLE VIII - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officers or directors to the full extent permitted by law.

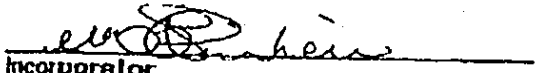
ARTICLE IX - MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the director of, shareholders of this corporation.

ARTICLE X - BY LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the Shareholder.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 8 day of JUNE of 19 95

  
 Incorporator

H9500006403

H9500006403

STATE OF FLORIDA )  
COUNTY OF DADE )

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared LOURDES PINHEIRO

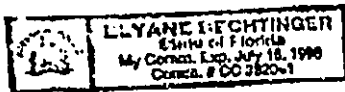
known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed same.

IN WITNESS WHEREOF, I have hereunder set my hand and affixed my official seal, in the state and county aforesaid this 8th day of JUNE, 19 95.



NOTARY PUBLIC  
STATE OF FLORIDA AT LARGE

My commission expires:



H9500006403

H9500006403

CERTIFICATE DESIGNATING THE ADDRESS AND AN  
AGENT UPON WHOM PROCESS MAY BE SERVED


**WITNESSETH:**

That GEXPORT ELETRONICS CORP. desiring to organize under the laws of the State of Florida, which will have its principal office in the County of Dade, State of Florida, has appointed **LOURDES PINHEIRO** as its agent to accept service of process within the state.

**ACKNOWLEDGEMENT:**

Having been named by the first Board of Directors of

GEXPORT ELETRONICS CORP. to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in the capacity of Registered Agent for said corporation, and agree to comply with the applicable provision of the Florida Statutes, the 8th day of JUNE, 19 95.

  
\_\_\_\_\_  
Registered Agent

FILED  
95 JUN -8 PM 3:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

H9500006403

P95000044386

NOV-07-1995 11:50 12.23 AM P.02/04

PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET  
TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY  
DEPARTMENT OF STATE 1492 W FLAGLER ST  
STATE OF FLORIDA SUITE 200  
409 EAST GAINES STREET MIAMI FL 33135-  
TALLAHASSEE, FL 32309 CONTACT: RAY STORMONT  
PHONE: (305) 541-3694  
FAX: (305) 541-3770

DOCUMENT TYPE: BASIC AMENDMENT  
NAME: QEXPORT ELECTRONICS CORP.  
FAX AUDIT NUMBER: H95000012434 CURRENT STATUS: REQUESTED  
DATE REQUESTED: 11/06/1995 TIME REQUESTED: 12:22:58  
CERTIFIED COPIES: 0 CERTIFICATE OF STATUS: 0  
NUMBER OF PAGES: 0 METHOD OF DELIVERY: FAX  
ESTIMATED CHARGE: \$35.00 ACCOUNT NUMBER: 072450003255

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(((H95000012434)))  
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NUM CAPS Connect. 00:07:0

FILED  
NOV 07 1995  
11:23 AM

Name Change  
LFS

RECEIVED  
NOV-07-1995 11:11 AM  
DIVISION OF CORPORATIONS

NOV 07 1995 11:49

P.01/04

FILED

1995 NOV -7 PM 2:31

TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

November 6, 1995

GEXPORT ELECTRONICS CORP.  
168 S.E. 1ST ST.  
#604  
MIAMI, FL 33131

SUBJECT: GEXPORT ELECTRONICS CORP.  
REF: P95000044386

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The date of adoption of each amendment must be included in the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6910.

Louisa Flemming-Jackson  
Corporate Specialist Supervisor

FAX Aud. #: H95000012434  
Letter Number: 695A00049541

FD-302 (REV. 1-25-60) 11-1-90

Evlan Noronha  
B.L. Business Legal  
141 N.E. 3rd Avenue  
Suite 200  
Miami, FL 33132  
(305) 373-6211

HEH200002434

FD-302 (REV. 1-25-60)

51170

1995 NOV 07 PM 2:31

MIAMI, FLORIDA

**ARTICLES OF AMENDMENT**  
**TO**  
**ARTICLES OF INCORPORATION**  
**OF**

**GEXPORT ELECTRONICS CORP.**

PURSUANT TO THE PROVISIONS OF SELECTION 607.1006, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION:

**FIRST:**

**AMENDMENT ADOPTED:**

1 - THE NEW NAME OF THE CORPORATIONS WILL BE

**JACKSPORT BRASIL CORP.**

2 - THE NEW SECRETARY WILL BE:

**MARIA DA CONCEICAO COSTA FERREIRA**

**168 SE 1st STREET SUITE 604**

**MIAMI - FL - 33131**

**SECOND:**

IF AN AMENDMENT PROVIDES FOR AN EXCHANGE, RECLASSIFICATION OR CANCELLATION OF ISSUED SHARES, PROVISIONS FOR IMPLEMENTING THE AMENDMENT IF NOT CONTAINED IN THE AMENDMENT ITSELF, ARE AS FOLLOW:

**THIRD:**

THE DATE OF EACH AMENDMENT'S ADOPTION: NOVEMBER/02/1995

**FOURTH:**

**ADOPTIONS OF AMENDMENTS:**

THE AMENDMENT(S) WAS/WERE ADOPTED BY THE INCORPORATORS OR BOARD OF DIRECTORS WITHOUT SHAREHOLDER ACTION AND SHAREHOLDER ACTION WAS NOT REQUIRED.

THE AMENDMENT(S) WAS/WERE APPROVED BY THE SHAREHOLDERS. THE NUMBER OF VOTES CAST FOR THE AMENDMENT(S) WAS/WERE SUFFICIENT FOR THE APPROVAL.

THE AMENDMENT(S) WAS/WERE APPROVED BY THE SHAREHOLDERS THROUGH VOTING GROUPS.

(THE FOLLOWING STATEMENT MUST BE SEPARATELY APPROVED FOR EACH VOTING ENTITLED TO VOTE SEPARATELY ON THE AMENDMENT(S).)

THE NUMBER OF VOTES CAST FOR THE AMENDMENT(S) WAS/WERE SUFFICIENT FOR APPROVAL BY \_\_\_\_\_

(voting group)

HEH200002434



#95000012434

SIGNED THIS 02 DAY OF NOVEMBER, 1995.

JACKSPORT BRASILCORP.

(Corporation Name)

BY Lourdes Pinheiro  
(Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted the shareholders)

LOURDES PINHEIRO

(Typed or printed name)

PRESIDENT

(Title)

#95000012434

P95000044386

000000001189111

PUBLIC ACCESS SYSTEM

TO: DIVISION OF CORPORATIONS  
DEPARTMENT OF STATE  
STATE OF FLORIDA  
409 EAST GAINES STREET  
TALLAHASSEE, FL 32303  
FAX: (904) 921-4000

ELECTRONIC FILING COVER SHEET

FROM: EMPIRE CORPORATE FIL COMPANY  
1492 W. FLAGLER ST  
SUITE 200  
MIAMI, FL 33135 -0000

CONTACT: RAY STORMONT  
PHONE: (305) 541-3034  
FAX: (305) 541-3770

((H9500001318911))

DOCUMENT TYPE: BASIC AMENDMENT

NAME: JACKSPORT BRASIL CORP.  
FAX AUDIT NUMBER: H95000013189  
DATE REQUESTED: 11/21/1995

CURRENT STATUS: REQUESTED  
TIME REQUESTED: 17:37:08

CERTIFIED COPIES: 0  
NUMBER OF PAGES: 3

CERTIFICATE OF STATUS: 0

ESTIMATED CHARGE: \$35.00

METHOD OF DELIVERY: FAX

ACCOUNT NUMBER: 072450003255

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NUM CAPS Connect: 00:18:5

FILED  
OCT 27 11:02  
DIVISION OF CORPORATIONS

RECEIVED  
OCT 27 AM 8:28  
DIVISION OF CORPORATIONS

*Ray Stormont*

#495000013189

B&L BUSINESS LEGAL  
141 NE 3rd AVE. # 206  
MIAMI, FL 33132  
(305) 373-6211  
Gil Ubieta

P.02

3  
FILED  
NOV 27 11:02  
CLERK OF DISTRICT COURT  
MIAMI, FLORIDA

**ARTICLES OF AMENDMENT**  
**TO**  
**ARTICLES OF INCORPORATION**  
**OF**

P95000044386

JACKSPORT BRASIL CORP.

PURSUANT TO THE PROVISIONS OF SECTION 607.1006, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION:

**FIRST:**

**AMENDMENT ADOPTED:**

1 - THE NEW NAME OF THE CORPORATION WILL BE:

**GEXPORT BRASIL CORPORATION**

**SECOND:**

IF AN AMENDMENT PROVIDES FOR AN EXCHANGE, RECLASSIFICATION OR CANCELLATION OF ISSUED SHARES, PROVISIONS FOR IMPLEMENTING THE AMENDMENT IF NOT CONTAINED IN THE AMENDMENT ITSELF, ARE AS FOLLOWS:

**THIRD:**

THE DATE OF EACH AMENDMENT'S ADOPTION: NOVEMBER/07/1995.

**FOURTH:**

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X THE AMENDMENT(S) WAS/WERE ADOPTED BY THE INCORPORATORS OR BOARD OF DIRECTORS WITHOUT SHAREHOLDER ACTION AND SHAREHOLDER ACTION WAS NOT REQUIRED.

     THE AMENDMENT(S) WAS/WERE APPROVED BY THE SHAREHOLDERS. THE NUMBER OF VOTES CAST FOR THE AMENDMENT(S) WAS/WERE SUFFICIENT FOR THE APPROVAL.

     THE AMENDMENT(S) WAS/WERE APPROVED BY THE SHAREHOLDERS THROUGH VOTING GROUPS.

(THE FOLLOWING STATEMENT MUST BE SEPARATELY APPROVED FOR EACH VOTING ENTITLED TO VOTE SEPARATELY ON THE AMENDMENT(S).)

THE NUMBER OF VOTES CAST FOR THE AMENDMENT(S) WAS/WERE SUFFICIENT FOR APPROVAL BY \_\_\_\_\_

(voting group)

#495000013189

#95000013189

SIGNED THIS 7th DAY OF NOVEMBER, 1995.

**GEXPORT BRASIL CORPORATION**

BY *Lourdes Pinheiro*  
(Chairman or Vice-Chairman of the Board of Directors, President or other officer if adopted by shareholders)

Typed or printed name **LOURDES PINHEIRO**

Title **PRESIDENT DIRECTOR**

#95000013189