

D96000102768

Craig Sharet, C.P.A., P.A.
200 - South Pine Island Road
Suite # 308
Plantation, Florida 33324
(954) 423-4050

TALLAHASSEE OFFICE
96 DEC 19 AM 11:02
FILED

December 12, 1996

Secretary of State
Corporate Records Division
Department of State
P.O. Box 6327
Tallahassee, Florida 32301

Re: Riviera Trade, Inc.

500002038945--8
-12/19/96--01067--012
****122.50 ****122.50

EFFECTIVE DATE
1-1-97

Dear Secretary of State:

Enclosed please find an original and one copy of the Articles of Incorporation for the above proposed corporation. The effective date of this corporation will be January 1, 1997. Also, enclosed please find a check in the amount of \$ 122.50 covering filing fees and payment of an executed copy of said articles.

Please file the original Articles and return the certified copy to me at the above address.

F. O'ROSCAN DEC 23 1996

Very truly yours,



Craig Sharet, C.P.A.

ARTICLES OF INCORPORATION
OF
RIVIERA TRADING, INC.

FILED
96 DEC 19 AM 11:02
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of foregoing a corporation under the Florida general corporation act, do hereby adopt the following Articles of Incorporation. The effective date of these Articles of Incorporation is January 1, 1997.

1-1-97

ARTICLE I
Corporate Name and Address

The name of the corporation is Riviera Trading, Inc., located at 300 South Pine Island Road, Suite # 231, Plantation, FL 33324.

ARTICLE II
Term of Existence

The duration of the corporation is perpetual, to be commenced with the filing of these Articles of Incorporation with the Department of State within the State of Florida or January 1, 1997, whichever date is later.

ARTICLE III
Nature of the Corporate Business

The general purpose for which the corporation is organized is:

- 1.) Exporting and importing of machinery, finished goods and parts for products and machinery, both domestically and in foreign countries, with revenues generated based on commissions and to do such things which are related and incidental to the foregoing, or necessary, or desirable in order to accomplish the foregoing and;
- 2.) To transact any other lawful business for which corporations may be incorporated under Florida law.

ARTICLE IV
Capital Stock

The aggregate number of shares which the corporation is authorized to issue is 1,000. Such shares shall be of a single class and shall have a par value of \$ 1.00 per share. The shareholders have agreed to subscribe to the common stock, for value and consideration, in the following amounts:

Eduardo Hurtado Botelho	500 shares
Irene Reinholz Botelho	500 shares

ARTICLE V
Initial Agent

The street address of the initial registered office of the corporation is 300 South Pine Island Road, Suite # 231, Plantation, FL 33324 and the name of the registered agent is Eduardo H. Botelho at the above address.

ARTICLE VI
Initial Board Of Directors

- 1.) The number of directors on the initial board of directors of the corporation is (2) two.
- 2.) The name and address of each person who is to serve as a member of the initial board of directors is

NAME -----	ADDRESS -----
Eduardo H. Botelho	10350 N.W. 17th Court Plantation, FL 33322
Irene R. Botelho	10350 N.W. 17th Court Plantation, FL 33322

ARTICLE VII
Incorporator

- 1.) The name and address of the incorporator is:

NAME -----	ADDRESS -----
Eduardo H. Botelho	10350 N.W. 17th Court Plantation, FL 33322

Executed by the undersigned on December 13, 1996.

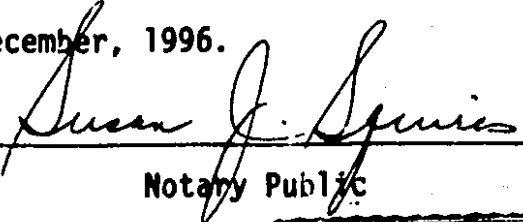


Incorporator

STATE OF FLORIDA
COUNTY OF BROWARD

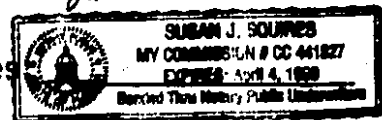
I HERBY CERTIFY that on this day, before me, a Notary Public authorized in the State and County named above to take acknowledgements, personally appeared Eduardo H. Botelho to me known to be the person described as the subscriber in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

Witness my hand and official seal in the County and State named above this thirteenth day of December, 1996.




Notary Public

My Commission Expires



I, the undersigned, hereby accept the appointment as Registered Agent of the above noted corporation. I am familiar with, and accept the obligations of, Section 607.325 of the Florida Statutes.



Eduardo H. Botelho

**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR
THE SERVICE OF PROCESS WITHIN THIS STATE NAMING
UPON WHOM PROCESS MAY BE SERVED**

In pursuance to chapter 48.091, Florida statutes, the following is submitted in compliance with said act:

First----Riviera Trading, Inc.

Desiring to organize under the laws of the state of Florida, with its principal office, as indicated in the Articles of Incorporation, in the City of Plantation, State of Florida has named Eduardo H. Botelho as its agent to accept service of process within the state.

Having been name to accept service of process for the above stated corporation, at a place designated in this certificate I hereby accept to act in this capacity and agree to comply with the provisions of said act relative to keeping open said office.

BY: 

Eduardo H. Botelho
Agent for Riviera Trading, Inc.

FILED
95 DEC 19 AM 11:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



P96000102768

210 University Drive
Suite 502
Coral Springs, FL 33071

N. Brow. (954) 346-7288
S. Brow. (954) 434-5996
Dade (305) 621-9382
Fax (954) 346-7217

SEPTEMBER 03, 1997

SECRETARY OF STATE
DIVISION OF CORPORATIONS
P. O. BOX 6327
TALLAHASSEE, FL 32314

RE: RIVIERA TRADING, INC.
CHARTER #P96000102768/ARTICLES OF AMENDMENT

ENCLOSED FIND CHECK FOR \$35.00 FOR FILING FEE FOR ABOVE
COMPANY.

MAIL ALL DOCUMENTS TO THE ABOVE ADDRESS.

IF YOU HAVE ANY QUESTIONS DO NOT HESITATE TO CALL.

THANK YOU,

LISSETTE MAWBY
MARKROB ACCOUNTING SERVICE, INC.

500002285865--3
-09/05/97--01090--014
*****35.00 *****35.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 SEP -5 AM 11:26

FILED

See 9/11

Amend

FILED
97 SEP -5 AM 11:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

RIVIERA TRADING, INC.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)
SEPTEMBER 03, 1997 P96000102768 ARTICLE I SEE EXHIBIT "A"
ARTICLE IV
ARTICLE VI

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 SEPTEMBER 03, 1997

FOURTH: Adoption of Amendment(s) (check one)

The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

The amendment(s) was/were adopted by the 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 approval.

The amendment(s) was/were approved by the shareholders through voting groups.

(The following statement must be separately provided for each voting group 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)

Signed this 3 day of SEPTEMBER, 1997.

By 

(Chairman or Vice President of the Board of Directors,
President or other officer if adopted by the shareholders)
OR

(A director or incorporator if adopted by the directors
or incorporators)

EDUARDO H. BOTELHO

(Typed or printed name)

PRESIDENT

(Title)

Exhibit "A"

SEPTEMBER 03, 1997

Charter #P96000102768

ARTICLE I. CORPORATE NAME AND ADDRESS
THE NAME OF THE CORPORATION IS RIVIERA TRADING, INC.,
LOCATED AT 9715 W BROWARD BLVD. SUITE 263
PLANTATION, FL 33324

ARTICLE IV. CAPITAL STOCK

THE NEW AGGREGATE NUMBER OF SHARES WHICH THE CORPORATION IS
AUTHORIZED TO ISSUE IS
1,000. SUCH SHARES SHALL BE OF A SINGLE CLASS AND SHALL HAVE
A PAR VALUE OF \$1.00 PER SHARE THE SHAREHOLDER HAVE AGREED TO
SUBSCRIBE TO THE COMMON STOCK, FOR VALUE AND CONSIDERATION,
IN THE FOLLOWING AMOUNT:

EDUARDO HURTADO BOTELHO 1,000 SHARES

ARTICLE VI. BOARD OF DIRECTORS

1.) THE NUMBER OF DIRECTORS ON THE BOARD OF DIRECTORS OF THE
CORPORATION IS (1)

2.) THE NAME AND THE ADDRESS OF THE PERSON WHO IS TO SERVE
AS A MEMBER OF THE BOARD OF DIRECTORS IS:

EDUARDO H. BOTELHO 10350 17TH COURT
PLANTATION, FL 33322