

**PP99000 73244**

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 (City, State, Zip) (Phone #)  
LOCAL REPRESENTATIVE TALLAHASSEE

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OFFICE USE ONLY

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

- MERIDIAN EXOTIC WOOD PRODUCTS, INC.  
 (Corporation Name) (Document #)
- \_\_\_\_\_  
 (Corporation Name) (Document #)
- \_\_\_\_\_  
 (Corporation Name) (Document #)
- \_\_\_\_\_  
 (Corporation Name) (Document #)

- Walk in     Pick up time 2:00     Certified Copy  
 Mail out     Will wait     Photocopy     Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

RECEIVED  
 99 AUG 17 AM 11:27  
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 99 AUG 17 PM 1:10  
 SECRETARY OF STATE  
 TALLAHASSEE FLORIDA

*Handwritten signature/initials*

Examiner's Initials

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION**

**OF**

**Meridian Exotic Wood Products, Inc.**

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

**ARTICLE I NAME**

The name of the corporation shall be: **Meridian Exotic Wood Products, Inc.**

**ARTICLE II NATURE OF BUSINESS**

The general nature of the business and the objectives and the purposes to be transacted and carried on are:

1. For any lawful purpose for which a corporation may operate under the laws of the State of Florida.
2. For any lawful business that a corporation may operate under the laws of the State of Florida.
3. And, in general to carry on any other business whatsoever in connection with the foregoing or which is calculated, directly or indirectly, to promote the interest of the corporation or to enhance the value of its properties.
4. Moreover, import and export all type of merchandise.

**ARTICLE III DURATION**

This Corporation shall have a perpetual existence commencing on the Date of Filing.

**ARTICLE IV CAPITAL STOCKS**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is five hundred (500) shares at one dollar (\$ 1.00) par value, which shall be designated "Common Shares".

**ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name of the initial registered agent is Luis A. Perez, the address of the initial registered office is 8120 Coral Way Miami, Florida 33155

**ARTICLE VI INITIAL BOARD OF DIRECTORS**

This Corporation shall have two (2) Directors initially. The number of Directors may be increased or decreased from time to time by the By-Laws, but shall never be less than one (1). The name(s) and street address(es) of the initial Director(s) are:

<u>Names:</u>		<u>Addresses:</u>
Leonardo De Zorzi	President	8120 Coral Way Miami, FL 33155
Joao Carlos Kuhn Adames	Secretary	8120 Coral Way Miami, FL 33155

**ARTICLE VII LAWS**

The By-Laws of this Corporation may be adopted, altered, amended, or repealed by either the stockholder(s) or Director(s).

**ARTICLE VIII INDEMNIFICATION**

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

**ARTICLE IX PREEMPTIVE RIGHTS**

Every Stockholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his/her prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE X INCORPORATOR(S)**

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Names: \_\_\_\_\_ Addresses: \_\_\_\_\_

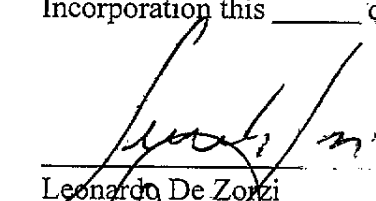
Leonardo De Zorzi                      President                      8120 Coral Way  
Miami, FL 33155

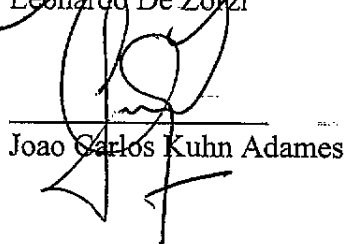
Joao Carlos Kuhn Adames      Secretary                      8120 Coral Way  
Miami, FL 33155

**ARTICLE XI OFFICES**

The principal office of the Corporation and mailing address shall be established and maintained at 22260 S.W. Miami, Florida, County of Dade, State of Florida. The Corporation may also have offices at such places within or without the State of Florida as the board may establish from time to time.

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this \_\_\_\_\_ day of \_\_\_\_\_, 1999.

  
\_\_\_\_\_  
Leonardo De Zorzi

  
\_\_\_\_\_  
Joao Carlos Kuhn Adames

STATE OF FLORIDA)

COUNTY OF DADE ) ss.

Before me, a Notary Public authorized in the State and County set forth above, personally appeared Leonardo De Zorzi and Joao Carlos Kuhn Adames known to me and known by me to be the person(s), who, as Incorporator(s), executed the foregoing Articles of Incorporation of **Meridian Exotic Wood Products Inc.** and acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and County aforesaid, this \_\_\_\_\_ day of \_\_\_\_\_, 1999.

\_\_\_\_\_  
NOTARY PUBLIC

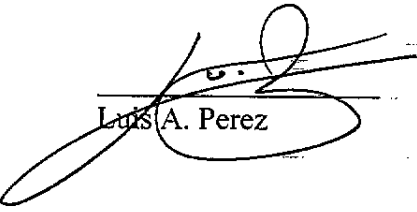
**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of sections 607.0501 or 617.0501, 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.

First, that Meridian Exotic Wood Products, Inc., a Corporation, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at the City of Miami, County of Dade, State of Florida, has named Luis A. Perez and the street address of the initial registered office of this Corporation is 8120 Coral Way, Miami, Florida, as its agent to accept service of process within this State.

Second, Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the provisions of said Act relative to keeping open said office and of all statutes relative to the proper and complete discharge of his duties, i.e., Section 607.325 F.S.

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 1999.

  
\_\_\_\_\_  
Luis A. Perez

SWORN TO AND SUBSCRIBED before me this \_\_\_\_\_, 1999.

\_\_\_\_\_  
Notary Public, State of Florida

My Commission Expires:

**FILED**  
99 AUG 17 PM 1:10  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA