

F95000003095

TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

SUBJECT: WORLD COM INTERNATIONAL, inc
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Philippe Moser
(Name of Person)

600001464356
-06/30/95--01014--016
*****35.00 *****35.00

WORLD COM INTERNATIONAL inc
(Firm/Company)

600001464356
-06/30/95--01100--004
*****35.00 *****35.00

Po Box 8505
(Address)

NAPLES FL 33941
(City, State and Zip Code)

600001464356
-06/30/95--01014--017
*****8.75 *****8.75

W95-8880

Should you need to call someone concerning this matter, please call:

ALAN CORDI at (813) 261-1551 EXT 111
(Name of Person) Area Code & Daytime Telephone Number

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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DIVISION OF CORP.

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE
STATE OF FLORIDA:

1. WORLD CON INTERNATIONAL, INC.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or
abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person
or partnership if not so contained in the name at present.)

2. LIBERIA 3. 65-0587616
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. FEB 10 1993 5. PERPETUAL
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. NAT AS YET
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.)

7. 7539 San Miguel Way
NAPLES, FL 33942
(Current mailing address)

8. MARKETING NICOTINE REMOVAL DEVICE
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: ALAN CUDI

Office Address: 3701 NORTH TAMiami TRAIL

NAPLES, Florida, 33940
(Zip Code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Alan Cudi
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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FEB 10 1993
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12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: PHILIPPE MOSER

Address: 28 avenue Font de Veyre
06400 CANNES FRANCE

Vice President: MARTINE MOSER

Address: 28 av Font de Veyre
06400 CANNES FRANCE

Secretary: _____

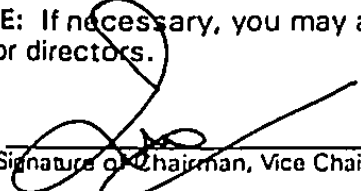
Address: _____

Treasurer: _____

Address: _____

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NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.  (Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. PHILIPPE MOSER / PRESIDENT Martine Moser/Vice-President
(Typed or printed name and capacity of person signing application)


CERTIFICATE OF INCORPORATION
OF
WORLD COM INTERNATIONAL, INC.

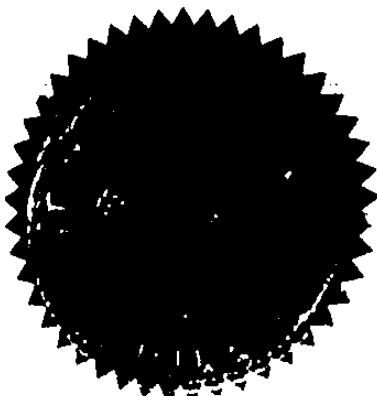
REPUBLIC OF LIBERIA
MINISTRY OF FOREIGN AFFAIRS

DUPLICATE COPY

The Original copy of this Document was filed in
accordance with Section 1.4 of the Business
Corporation of Act on

FEBRUARY 10, 1995


DEPUTY MINISTER



REPUBLIC OF LIBERIA
BUREAU OF INTERNAL REVENUES
MINISTRY OF FINANCE
MONROVIA, LIBERIA

DATE: 2-10-95

BILL NO. NTR-935-95

NAME: WORLD COM INTERNATIONAL, INC.

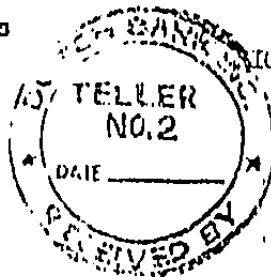
ADDRESSED: MON. LTD.

CLASS OF LICENSE: CORP. & FILING FEES(315)

AMOUNT DUE \$ 224.00(TWO HUND. TWENTY FOUR DOLS.)

YEAR COVERED: 1995

cash/cs



SIGNED: [Signature] DEPUTY COMMISSIONER IN CHARGE TAXES/BTE DIV.

1297



BPS- 174059

REPUBLIC OF LIBERIA
MINISTRY OF FINANCE
OFFICIAL RECEIPT



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DIVISION OF CORPORATIONS
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DATE: FEB. 19, 1995

Received of: WORLD COM. INTERNATIONAL INC
(print name)

Town or Place: MON. County: MON.

KIND OF TAX	TAX PERIOD	AMOUNT	OFFICE USE A/C CODE
<u>CORP & FILING FEES</u>	<u>'95</u>	<u>10/224-</u>	<u>315</u>
<u>[Signature]</u>			
TOTAL TAXES PAID	<u>DATE 02/10/95</u>	<u>224-</u>	
PENALTY AND INTEREST			
TOTAL AMOUNT PAID		<u>224-</u>	
<u>Two Hundred Twenty Four</u> /100 DOLLARS			
PAID CASHs <u>[check]</u>	BILL No. <u>NTR 935</u>		
BY: CHECKs	CHECK No.		

RECEIVED BY: signature B. Collins

NAME PRINTED: Benedicta Collins

☐ CASHIER ☐ COLLECTOR



Republic Of Liberia
Montserrado County

Office of the Notary Public
Monrovia, Liberia, West Africa

NOTARY CERTIFICATE

Personally Appeared Before me, at my office Within the City of Monrovia, Montserrado County, Republic of Liberia, West Africa, this 10TH day of FEBRUARY, A. D. 19 95. , A duly Qualified Notary Public for and in the County of Montserrado, and the Republic aforesaid, the parties to the attached documents:

CERTIFICATE OF INCORPORATION OF

WORLD COM INTERNATIONAL, INC.

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DIVISION OF NOTARY
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and did in my presence and in the presence of each other execute and sign their genuine signatures on the said Instrument to be the person(s) they represent and that the same was made in my presence and declared by each of them to be their voluntary acts and in their own hand writing.

Therefore, I, T. Edwin Swen, NOTARY PUBLIC aforesaid have attached my official Signature and Notary Seal to avail when and where necessary.

I have affixed my genuine Signature, attesting to this transaction by the power vested in me this 10. day of FEB., A.D. 19 95.

Seal


T. Edwin Swen, ESQ.,
Notary Public, Montserrado County, R. I

REPUBLIC OF LIBERIA)
MONTSERRADO COUNTY)

CERTIFICATE OF INCORPORATION
OF
WORLD COM INTERNATIONAL, INC.

We, the undersigned, for the purpose of forming a Corporation pursuant to the provisions of the Liberian Business Corporation Act, do hereby make, subscribe, acknowledge and file in the Office of the Minister of Foreign Affairs this instrument for the purpose, as follows:

ARTICLE I

The name of the Corporation shall be WORLD COM INTERNATIONAL, INC.

ARTICLE II

The purpose of the Corporation is to engage in any lawful act or activity for which corporations may now or hereafter be organized under the Liberian Business Corporation Act.

ARTICLE III

The registered office and domicile of the Corporation shall be in the City of Monrovia, Montserrado County, Republic of Liberia, and its Registered Agent shall be Elwood L. Jangaba, 171 Benson Street, Crown Hill, P. O. Box 3057, Monrovia, Liberia. Other offices may be established and located at such places as the Board of Directors may from time to time, designate and authorize in accordance with the By-Laws of the Corporation.

ARTICLE IV

The aggregate number of stock that the Corporation is authorized to issue is one thousand (1000) without par value.

ARTICLE V

The Corporation shall have every power which a corporation now or hereafter organized under the Liberian Business Corporation Act may have including, but not limited to the followings:

1. To engage in the general business of pharmacy, pharmaceutical equipment, materials, supplies including drugs and pharmaceutical related activities.

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2. To engage in the business of cosmetic and cosmetic products, materials, supplies and to do all other cosmetic related activities
3. To engage in, carrying on businesses as general merchants, Importers, Exporters, Dealers, Manufacturers, Processors, Wholesalers and Retailers, Distributors, Sales Representatives, dealing in all kinds of cosmetic and pharmaceutical commodities, substances, materials, articles of all characters and things necessary for carrying on of these businesses herein enumerated.
4. To carry on any business in harmony with the operations of Government, Laws, and Constitution of Liberia which in the opinion of the Board of Directors, can be advantageously carried out by the Corporation.
5. To borrow or raise money, and contract debts, whensoever necessary for the transaction of its business or for the exercise of its corporate rights and privileges, and to execute promissory notes, bills of exchanges, bonds, debentures and others instruments and evidences indebtedness, negotiate or non negotiate, insecured or secured by mortgages, deed or trust or otherwise.
6. To acquire all or any part of the goodwill, rights, property and business of any person, heretofore or business which the Corporation has power to conduct, to pay for the same in cash in the securities of the Corporation or otherwise, to hold, utilize and in any manner dispose of the whole or any part of the rights and property so acquired, and to assume in connection therewith any liabilities of any such part of the business thus acquired

ARTICLE VI

The minimum amount with which the Corporation shall commence business shall not be less than Five Thousand Dollars (\$5,000.00).

ARTICLE VII

The Corporation shall have perpetual existence but its corporate existence may be terminated by the Shareholders and Directors acting in accordance with the laws of the Republic of Liberia at any time of dissolution.

ARTICLE VIII

The name and mailing address of each incorporator of this Certificate of Incorporation and the number of Shares of Stock which each subscriber agrees to purchase are as follows

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CORPORATION
55 JULY 27 AM

Name	Postal Office Address	No. of Shares of Common Stock Subscriber
1. Philippe Moser	P. O. Box 3057 Monrovia, Liberia	50%
2. Martine Moser	- " -	50%

ARTICLE IX

The number of Directors constituting the initial Board of Directors shall not be less than Three (3) nor more than Five (5), or may be fixed by the By-Laws, and they shall serve until their successors are elected and qualified, except the third member or the Secretary who shall be appointed at the first organization meeting of the Shareholders, and they are as follows:

1. Philippe Moser - President
2. Martine Moser - Vice President/Treasurer

ARTICLE X


The Board of Directors as well as the Shareholders of the Corporation shall have the authority to adopt, amend or repeal this Certificate and By-Laws of the Corporation.

ARTICLE XI

Corporate existence shall begin upon filing these Articles of Incorporation with the Minister of Foreign Affairs as of the filing date stated on these Articles.

IN WITNESS WHEREOF, we have made,
subscribed and acknowledged this
Instrument on this 2nd day of
February, A. D. 1995.

FOR THE INCORPORATORS:


Elwood L. Jangaba

\$12.00 Revenue Stamps affixed on the Original.

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