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Orlando, March / 2000

Mrs  
Department of State  
Division of Corporations  
P.O.BOX 6327  
THALAHASSEE FLDA 32314

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-03/06/00--01120--007  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: REPRESENTATIONS D\*CIRER USA INC.

FELIX ANTONIO DUQUE DIAZ , ENCLOSED IS AN OREIGINAL  
ARTICLES OF INCORPORATION REPRESENTATIONS D\*CIRER  
USA INC., WITH COPY OF ARTICLES ORIGINAL  
AND CHECK FOR FILING FEE & CERTIFICATE OF STATUS.

Name incorporator FELIX ANTONIO DUQUE DIAZ

Name of Corporation : REPRESENTATIONS D\*CIRER USA INC

ADDRESS : 1137 Creek Avenue orlando 32825 Flda  
Phone 407- 4825945

FILED  
00 MAR -6 AM 8:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Sign...



ajc  
3/14

**REPRESENTATIONS D\*CIRER USA INC.**  
1137 CREEK AVENUE ORLANDO FLDA 32825 PHO 407-4825945. USA

00 MAR - 6 AM 8:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FILED**

**ARTICLES OF INCORPORATION OF  
REPRESENTATIONS D\*CIRER USA INC.**

The undersigned, acting as Incorporator (s) of Corporation under the Florida General Corporation Act, adopt (s) the following Articles of Incorporation for such Corporation.

**ARTICLE I**

The name of Corporation is : REPRESENTATIONS D\*CIRER USA INC

**ARTICLE II**

Address of principal office USA is: 1137 CREEK AVENUE ORLANDO  
FLDA 32825 . PHO: 407-4825945 USA.

**ARTICLE III**

Mailing Address :1137 CREEK AVENUE ORLANDO FLDA  
32825 PHO:407-4825945 USA.

**ARTICLE IV :**

The Corporation is authorized to issue the following number of shares of the following classes at following par values :

No. shares 1.000..... Class Common Par Value \$ 1.00 US

## **ARTICLE V:**

The street address of the initial registered office principal place of business and mailing address of corporation is as follows:

1137 CREEK AVENUE ORLANDO 32830 USA  
Phone : 407 – 4825945

The name of initial registered Agent/Manager at that address is  
**FELIX ANTONIO DUQUE DIAZ**

**Substitute/ and Secretary : LUZ MARINA GARCIA G**

## **ARTICLE VI : INITIAL BOARD OF DIRECTORS**

The number of directors constituting the initial board directors is tree,  
Juan Carlos Duque , Vicepresident Finnces, Andrea Solange  
D\*cirer, vicepresident design textil lines of cloths.

The number of directors may be increased or decreased from time to time  
With the bylaws but shall never be less than one. The names and address of  
the initial Board of directors are as follows

1137 CREEK AVENUE ORLANDO FLDA 32825 USA

## **ARTICLE VII : INCORPORATOR (s)**

The name (s) and address of incorporator(s) signing these Articles  
of corporation is MR FELIX ANTONIO DUQUE DIAZ

Address is : 1137 CREEK AVENUE ORLANDO FLDA 32825  
Ph- 407- 28207896 USA.

## **ARTICLE VIII : BY LAW AMENDMENT**

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

## **ARTICLES IX : NATURE OF BUSINESS**

This corporation may engage in or transact any or all law activities or business permitted under the laws of the United States ,the State of Florida or any other Satate Contry or territory or nation ,Import/export Textiles,cloths lines and accessories and equipments etc;Subcontractor constructions and repair and clear homes,buildings,etc and others .

## **ARTICLES X : INDEMNIFICATION**

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

## **ARTICLES XI : INFORMAL ACTIONS OF DIRECTORS**

If all the directors separately or collectively consent in writing to any action taken or to be taken by the corporation, and the writing evidencing their consent are filed with the secretary of corporation, the action shall be as valid as though it had been authorized at a meeting of Board of Directors

## **ARTICLES XII : AMENDMENTS OF ARTICLES**

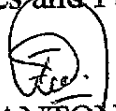
This corporation reserves the right to amend or repeal any provisions in these articles of incorporation or any amendment ,any right conferred upon the shareholders is subject to this reservations.

IN WITNESS WHERE OF ,the undersigned incorporator(s) has have  
executed these articles of incorporation this day of march of 2000.



**FELIX ANTONIO DUQUE DIAZ**  
Incorporator

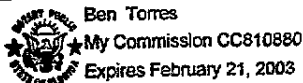
Having been named as registered agent for the above stated corporation ,I  
hereby agree to act in this capacity and I further agree to comply with  
provisions of all statutes relative to the proper and complete performance of  
my duties and I accept the duties an obligations of Florida Statutes



**FELIX ANTONIO DUQUE DIAZ**  
Registered Agent  
STATE OF FLORIDA COUNTY OF:

BEFORE ME ,the undersigned authority this day personally appeared  
FELIX ANTONIO DUQUE DIAZ ,to me known to be the persons whom  
executed the the foregoing Articles of Incorporation and he acknowledged to  
and before me that he /they executed such instrument,

In witness whereof ,I have herein to set may hand and seal seal this day  
March / /2000



NOTARY PUBLIC STATE OF FLORIDA

Identification Produced



My commission expires

2/21/2003

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT /REGISTERED OFFICE  
OF  
REPRESENTATIONS D\* CIRER USA INC.

Pursuant to provisions of section 607.0501 ,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,

1.- The name of the corporation is:

REPRESENTATIONS D\*CIRER USA INC.

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

FELIX ANTONIO DUQUE DIAZ


1137 CREEK AVENUE ORLANDO ,32826 FLDA

PHONE 407 - 4825945 USA

Date ,March 7/ 2000

FILED  
00 MAR - 6 AM 8:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE,I HEREBY ACCEPT THE CAPACITY . I FURTHER AGREE TO COMPLY WITH THE PROVISIONSS OF ALL STATUTES RELATING TO THE COMPLY WITH THE PROVISIONS OF PERFORMANCE OF MY DUTIES AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS A REGISTERED AGENT

  
FELIX ANTONIO DUQUE DIAZ  
Date, march 7/2000