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To:
Division of Corporations
Fax Number : (850) 922-4001

From:
Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

FLORIDA PROFIT CORPORATION OR P.A.

A&B TRADES INC.

Certificate of Status	0
Certified Copy	1
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Certificate of Incorporation
of
A&B Trades Inc.

The undersigned subscribers to these **ARTICLES OF INCORPORATION** a natural persons competent to contract, form a corporation under the laws of the State of Florida.

Article One

The name of this business corporation shall be:

A&B Trades Inc.

Article Two

The general nature of business or businesses to be transacted will be: to offer Distribution and International Marketing including Importing & Exporting.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidence of indebtedness, execute mortgages, transfer of corporate property or other instrument to secure the payment of corporate property indebtedness as required.

This corporation may engage in any activity or business permitted under the laws of the United States of America and laws of the State of Florida, including all of the above, but not limited to same.

Article Three

Terms of Existence

This corporation shall have perpetual existence unless sooner dissolved in accordance with the laws of the State of Florida. The date on which corporate existence shall begin is;
UPON ACCEPTANCE BY THE SECRETARY OF STATE.

Article Four

Capital Stock

- A. Designation: The Stock of this corporation shall be known as common stock.
- B. Authorized: The maximum number of shares of common stock that this corporation may issue is: (100) SHARES
- C. Par-Value: Each share of common stock shall have a par value of : TEN (\$10.00) DOLLARS.
- D. Considerations: Shares of common stocks may be issue in exchange for cash, real property, labor or services rendered, or any combination of the foregoing. In absence of fraud in the transaction, the judgment of the Board of Directors as to the value of any such consideration shall be conclusive.
- E. Non-Assessability: Each share of common stock shall be issue in exchange for consideration which is at least equal to the par value thereof, and shall be fully paid and non-assessable.
- F. Voting Rights: Each Share of common stock entitles the record holder thereof to one vote upon each proposal presented at meetings of the stockholders of the corporation.
- G. Dividends: Record holders of common stock are entitled to receive their pro-rate share of any dividends that may be declared by the board of Directors out of assets legally available for such purpose.
- H. Liquidation: Holders of common stock are entitled, in the event of the liquidation or dissolution of this corporation, to receive their pro-rata share of any assets of this corporation remaining after payment of all corporate debts and obligations.

Article Five

Minimum Capital

The amount of capital with which the corporation shall begin shall not be less than:
ONE THOUSAND AND 00/100 (\$1,000.00) DOLLARS

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Article Six

Corporate Address

The initial Post Office address of the principal office of this corporation in the State of Florida is: 8180 Northwest 36th Street Suite 203 Miami, FL 33166

Article Seven

Number of Directors

This corporation shall have two Directors initially, although the number of Directors may increase or diminish from time to time by the stockholders but shall never be less than one.

Article Eight

First Board of Directors

PRESIDENT/DIRECTOR:

Pedro Gallo

VICE-PRESIDENT/DIRECTOR:

Enrique S. Asalde

Article Nine

Subscribers Address

The address of the subscribers of these Articles of Incorporation are:

Pedro Gallo

16261 Southwest 77th Terrace Miami, FL 33193

Enrique S. Asalde

9149 Southwest 138th Place Miami, FL 33186

Article Ten

Amendment

This Certificate of Incorporation may be amended in any manner consistent with the laws of the State of Florida.

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Article Eleven

Resident Agent

The Resident Agent of this corporation is:

Enrique S. Asalde 9149 Southwest 138th Place Miami, Fl 33186

The Corporation may change its resident agent and principal office any time.

IN WITNESS WHEREOF, the undersigned subscriber does make, subscribe, acknowledge and file this Certificate for the purpose of forming a corporation for profit under the laws of the State of Florida.

DATE: July 15th, 2000


Pedro Gallo


Enrique S. Asalde

STATE OF FLORIDA)
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared PEDRO GALLO and ENRIQUE S. ASALDE to me well known and known to me to be the individuals described in, and who executed the foregoing Certificate of Incorporation, and who acknowledge before me that the same was executed for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at the city of Miami, County of Dade, State of Florida, This _____ day of _____, 2000

My Commission Expires:

NOTARY PUBLIC, State of Florida

Printed Name

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICES OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON PROCESS MAY BE SERVED.

8180 Northwest 36th Street Suite 203 Miami, Fl 33166

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act.:

A&B Trades Inc.

desiring to organized under the Laws of the STATE OF FLORIDA, with its principal office indicated in the Articles of Incorporation, at the City of Miami, County of Dade, State of Florida, as named:

**ENRIQUE S. ASALDE
9149 SOUTHWEST 138TH PLACE
MIAMI, FLORIDA 33186**

as its agent to accept service of process within this state

Dated: _____


ENRIQUE S. ASALDE
Vice President

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT TO ACT IN THIS CAPACITY AND AGREE TO COMPLY WITH THE PROVISION OF THE SAID ACT RELATIVE TO KEEPING OPEN SAID OFFICE.

Dated: _____


ENRIQUE S. ASALDE
Resident Agent

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