

P000000102482


Miami, August 03, 2000

Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

ATT: Secretary of State

Enclosed you will find the original and one copy of the Articles of Incorporation of Matexo USA Inc. A check in the amount of \$70.00 is included to cover the applicable fees.

Sincerely,

  
\_\_\_\_\_  
Carlos R. Cruz

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\*\*\*\*\*70.00 \*\*\*\*\*70.00

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 OCT 30 AM 10:21

10/11/00

# **ARTICLES OF INCORPORATION OF MATEXO USA, INC**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 OCT 30 AM 10:21

The undersigned incorporator hereby forms the following corporation under the laws of the state of Florida.

## **ARTICLE I NAME**

The name of the corporation is, Matexo USA, Inc, Inc and its address is 10958 SW 73 ST Miami, Florida 33173

## **ARTICLE II PURPOSE**

This corporation is organized to engage in any and all lawful business activity permitted under the laws of the State of Florida

## **ARTICLE III CAPITAL AND STOCK**

The maximum number of shares of stock which this corporation is authorized to issue is one hundred (100) shares with no par value. Said shares of stock may be issued only for a consideration having a fair value as many are determined by the Board of Directors.

## **ARTICLE IV TERMS OF EXISTENCE**

This corporation it to exist perpetually from the date these Articles are filled with the Department of State, subject to the laws of the State of Florida.

ARTICLE V  
REGISTERED AGENT AND OFFICE

The initial Registered Agent and the street address of the initial registered office of this corporation shall be Carlos R. Cruz 10958 SW 73 St Miami Florida 33173

ARTICLE VI  
DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be changed from time to time in accordance with the by-laws adopted by the directors, but the number shall never be less than one (1). The name and street address of the initial directors is:

Carlos R. Cruz  
10958 SW 73 ST  
Miami Florida 33173

ARTICLE VII  
INCORPORATORS

The name and address of the incorporator is:

Carlos R. Cruz  
10958 SW 73 ST  
Miami Florida 33173

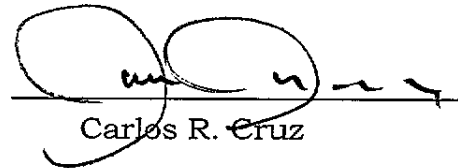
ARTICLE VIII  
PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which already holds, shall have the right to purchase his prorated share thereof (as nearly as many be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE IX  
AMENDMENT

These articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors proposed by them to the stockholders and approved at stockholder's meeting by at least majority of the stock entitled to, unless of the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand and seal this...03...day of...August...of 2000

  
Carlos R. Cruz

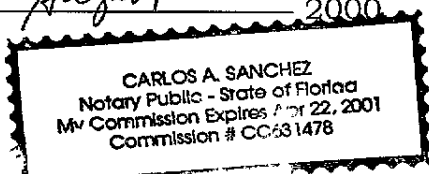
STATE OF FLORIDA )

COUNTY OF DADE )

I HEREBY CERTIFY on this day, before me, an officer duly authorized in the State of Florida and County aforesaid to take acknowledgment, personally appeared Carlos R. Cruz, to me know the person described in and who execute the foregoing instrument and acknowledges before me that he execute the same.

SWORN To and SUBSCRIBED before me on this 03 day of

August 2000




My Commission Expires



Notary Public At Large

Acceptance by Registered Agent

Having been named to accept service of process for the above named corporation, at the designed in these Articles, I hereby accept this appointment and agree to comply with the provision of Chapter 48.091, Florida Statutes, relative to keeping open said office.

  
Carlos R. Cruz

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SECRETARY OF STATE  
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