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November 20, 2000

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***\$78.75 ***\$78.75

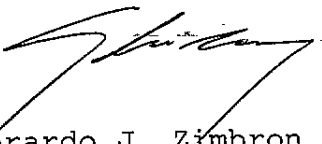
State of Florida
Department of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Dear Sir/Madame:

Please find enclosed Articles of Incorporation and a check payable to Florida Department of State in the amount of \$78.75 to cover the incorporation fees for TRADERS & SERVICES INTERNATIONAL, INC.

Should you need any additional information, please do not hesitate to contact me.

Sincerely,


Gerardo J. Zimbron
785 Crandon Blvd. #304
Key Biscayne, FL 33149

FILED
00 DEC -4 AM 10:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosure

T. Burch DEC 11 2000

**ARTICLES OF INCORPORATION
OF
TRADERS & SERVICES INTERNATIONAL, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following articles of incorporation:

**ARTICLE I
NAME**

The name of the Corporation is:

TRADERS & SERVICES INTERNATIONAL, INC.

**ARTICLE II
DURATION**

The term of existence of the Corporation is perpetual.

**ARTICLE III
NATURE OF BUSINESS**

The nature of the business to be conducted by the Corporation is:

To transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

**ARTICLE IV
CAPITAL STOCK**

The aggregate number of shares which the Corporation has authority to issue is one thousand (1,000), all of which shall be common stock having a par value of ONE DOLLAR (\$1.00) per share.

**ARTICLE V
PREEMPTIVE RIGHTS GRANTED**

Each shareholder of any class of stock of this Corporation shall be entitled to full preemptive rights to purchase unissued or treasury stock of the Corporation and any securities of the Corporation convertible into or carrying

a right to subscribe to or acquire shares of any such unissued or treasury stock.

**ARTICLE VI
REGISTERED OFFICE**

The street address of the initial registered office of the Corporation is:

785 Crandon Blvd. #304
Key Biscayne, FL 33149

The name of the registered agent at such address is:

Gerardo J. Zimbron

**ARTICLE VII
PRINCIPAL OFFICE**

The initial street address of the principal office of the Corporation in the State of Florida is:

785 Crandon Blvd. #304
Key Biscayne, FL 33149

**ARTICLE VIII
DIRECTORS**

The initial board of directors of the Corporation shall consist of five (5) members. Changes in the number of members comprising the board of directors shall be made by amendment to the Corporation's bylaws.

The name and address of the members of the first board of directors are:

<u>NAME</u>	<u>ADDRESS</u>
Gerardo J. Zimbron President	785 Crandon Blvd. #304 Key Biscayne, FL 33149
Julio B. Zimbron Vice President	Ruben Dario #36 Mexico, D.F. 11560 Mexico

Adolfo Vanegas
Secretary

Ruben Dario #36
Mexico, D.F. 11560
Mexico

Agustin Lenero
Treasurer

Ruben Dario #36
Mexico, D.F. 11560
Mexico

Jorge B. Zimbron
Director

Ruben Dario #36
Mexico, D.F. 11560
Mexico

ARTICLE IX INCORPORATOR

ADDRESS

Gerardo Zimbron

785 Crandon Blvd. #304
Key Biscayne, FL 33149

ARTICLE X INDEMNIFICATION

The Corporation shall indemnify any officer or director to the full extent permitted by law.

ARTICLE XI REIMBURSEMENT FOR ORGANIZATIONAL AND CERTAIN OTHER PREINCORPORATION EXPENSES; ADOPTION OF CONTRACTS

The Corporation hereby adopts all contracts made on its behalf by the hereinbefore mentioned incorporator. The Corporation further authorizes its director to reimburse the hereinbefore mentioned incorporator for any and all expenses incurred on behalf of the corporation, prior to its incorporation, and for any and all expenses incurred in the organization and formation of the Corporation. The director of this Corporation shall have the sole discretion to determine the expenses for which the hereinbefore mentioned incorporator shall be reimbursed.

ARTICLE XII RIGHT TO AMEND ARTICLES OF INCORPORATION

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto, and any writing inferred upon the shareholders shall be subject to this reservation.

