

1-23-2001 2:13AM

FROM S RIVERA-OLAN, C. P. A. 407 380 7353

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Division of Corporations

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Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

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From:

Account Name : SANTOS RIVERA
Account Number : I20000000169
Phone : (407) 380-5353
Fax Number : (407) 380-7353

FLORIDA PROFIT CORPORATION OR P.A.

Biral Enterprise, Inc.

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ARTICLES OF INCORPORATION

BIRAL ENTERPRISE, INC.

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE 1 - NAME

The name of the Corporation shall be:

BIRAL ENTERPRISE, INC.

ARTICLE - II

The Corporation shall have perpetual existence.

ARTICLE - III

The general purpose of the business to be transacted by this Corporation is:

- A. Transacting any or all-lawful business for which corporations may be incorporated under Florida Statutes.
- B. To engage in the operation of installation, sales at retail and wholesale of construction materials and related products. To sell, buy, trade, and represent by itself or as distributor any kind of merchandise and materials. To import and export general merchandise and materials at wholesale or retail inside and outside the United States.
- C. To invest the funds of this corporation in real estate, mortgages, stocks, bonds or any other type of investment, and to own real and personal property necessary for the accomplishment of the corporation purposes.
- D. To do all and everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objectives or the furthermore of any of the purposes enumerated in these Articles of Incorporation or any amendment hereof necessary and incidental to the protection and benefit of the corporation, and, in general, either alone or in association with other corporations, firms, or individuals, to carry on any lawful manner, pursuit necessary or incidental to the accomplishment of the purposes or objects of this corporation.

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- E. The foregoing paragraphs shall be construed as enumerating both objects and purposes of this corporation and it is hereby expressly provided that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of this corporation otherwise permitted by law.

ARTICLE - IV - PRINCIPAL OFFICE

The principal place of business and mailing address will be:

7301 Gatehouse Circle #28
Orlando, FL 32807

ARTICLE - V - CAPITAL STOCK

This corporation is authorized to have 10,000 shares of \$1.00 par value common stock, which shall be designated common shares.

ARTICLE - VI - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Aldemir Biral
7301 Gatehouse Circle #28
Orlando, FL 32807

The registered agent of the corporation may be changed at anytime without an amendment of these Articles.

ARTICLE - VII - INCORPORATORS

The name and street address of the incorporator to these Articles of Incorporation are:

Aldemir Biral
7301 Gatehouse Circle #28
Orlando, FL 32807

Ivone Arnaut Biral
7301 Gatehouse Circle #28
Orlando, FL 32807

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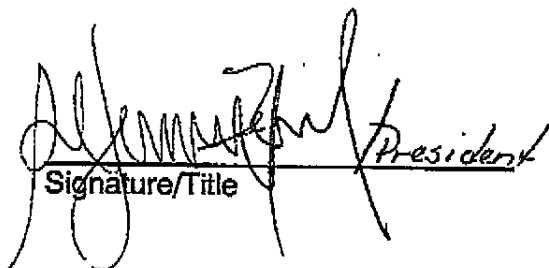
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ARTICLE - VIII - DIRECTORS

A Board of Directors shall manage the business and affairs of the corporation. The number and composition of which the Shareholders shall from time to time establish Board.

These Articles of Incorporation may be amended in the manner provided by the laws of the State of Florida. Every amendment shall be approved by the Board of Directors, and stockholders, and approved at a stockholders' meeting by a majority of the stockholders entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that the Articles of Incorporation be amended.

IN WITNESS WHEREOF, the undersigned have here unto set their hands and seals, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 15th day of January 2001.

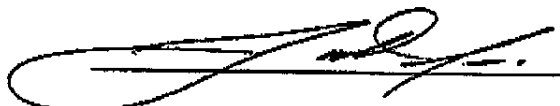

Signature/Title President


Signature/Title

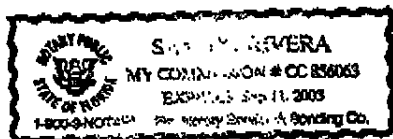
STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, this day personally appeared Mr. Aldemir Biral and Mrs. Ivone Amaut Biral and acknowledged that he executed the foregoing Articles of Incorporation.

WITNESS my hand and official seal this 15th day of January 2001.



Notary Public - State of Florida
COMM. #
My commission expires:



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**CERTIFICATE OF DESIGNATION REGISTERED AGENT AND REGISTERED
OFFICE**

Pursuant to the 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:

BIRAL ENTERPRISE, INC.

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

Aldemir Biral
7301 Gatehouse Cr. #28
Orlando, FL 32807

SIGNATURE


(CORPORATE OFFICER)

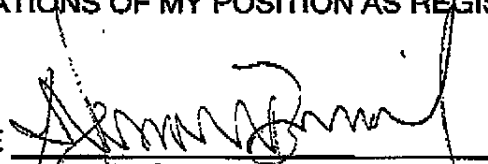
TITLE

DATE

15/01/01

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 APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE


(RESIDENT AGENT)

DATE

15/01/01

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