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February 7, 2001
Via Express Mail
Receipt No. EF167091261US

Secretary Of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Dear Sir:

Re: Filing of Article Of Incorporation for
IMEX BROKERS, Ltd.

EFFECTIVE DATE
2-5-01

FILED
01 FEB / 2 AM 9:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosed please find the following:

- a. Articles of Incorporation;
- b. Registered Agent Designation;
- c. Filing Fee \$78.75 (includes fee for Certified Copy)

000003673370--7
-02/12/01--01009--005
*****78.75 *****78.75

Please file the above with the Secretary Of State and forward a **Certified Copy** thereof to the undersigned at the address indicate on the Letterhead. The filing fee includes \$8.75 for this Certified Copy.

Sincerely,



Enclosures: as per text

T. Burch FEB 26 2001



ORIGINAL

FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 12, 2001

JOHN H FARO ESQ
PO BOX 490004
KEY BISCAYNE, FL 33149-0004

SUBJECT: IMEX BROKERS, LTD.
Ref. Number: W01000003282

We have received your document for IMEX BROKERS, LTD. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6926.

Gina Bullock
Document Specialist

Letter Number: 801A00008630

*SEE CORRECTIONS
AS PER ABOVE
2/22/01*

Articles of Incorporation
Of **IMEX BROKERS, INC.**

EPL

I (We) the undersigned hereby certify that I (We) have formed a Corporation under and pursuant to the following Article of Incorporation.

Article 1

- 1.1 This Corporation is organized and incorporated under Chapter 607, Florida Statutes on **February 5, 2001**

RECORDED
2-5-01

FILED
01 FEB 12 AM 9:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article 2

- 2.1 The name of this corporation is **IMEX BROKERS, Ltd.**

Article 3

□

- 3.1 The Corporation shall have a perpetual existence unless sooner terminated or dissolved according to law. These articles are to be effective upon execution.

Article 4

- 4.1 The nature of the business to be transacted by the corporation is as follows:
- (a) the import and export of industrial and consumer products; and
 - (b) to engage in any other lawful business permitted under state and federal law.

Article 5

- 5.1 The maximum number of shares of common stock of the Corporation is authorized to have outstanding at any one time is 100 shares. Each share of common stock is to have a par value of \$0.001.
- 5.2 The amount of capital with which this Corporation shall commence business is \$100

Article 6

- 6.1 The principle office of the Corporation shall be at 13981 S.W. 156 Terrace, Miami, FL 33177.

Article 7

- 7.1 The number of directors of this Corporation shall be no less than 1 nor more than 3.

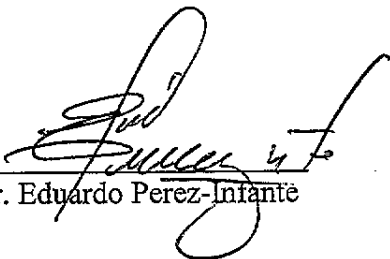
Article 8


- 8.1 The names an address of the members of the first Board of Directors, who shall hold office for the first year of the Corporation's existence, or until their successors are elected and qualified to hold office, are as follows:

Mr. Eduardo Perez-Infante
13981 S.W. 156 Terrace
Miami, FL 33177

Ms. Ana M. Perez-Infante
13981 S.W. 156 Terrace
Miami, FL 33177

The undersigned being the sole subscribers to the capital stock hereinabove named for the purpose of forming Corporation for profit to do business, both within and outside the State Of Florida, so hereby, make, subscribe, acknowledge and file these Articles, declaring ah certifying that the facts stated herein are true, and accordingly, have hereunto set their hand and seal, this 30th day of January, 2001.

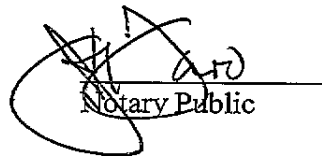

Mr. Eduardo Perez-Infante

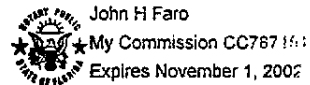

Ms. Ana M. Perez-Infante

State Of Florida :
:
:SS
:
County Of Dade :

I HEREBY CERTIFY that on this 30th day January 2001, Mr. Eduardo Perez-Infante and Ms. Ana M. Perez-Infante, personally appeared before me, to me known to be the persons described in and who executed the foregoing Articles of Incorporation for *EA* **IMEX BROKERS, INC.** and who acknowledged before me that they executed the same freely and voluntarily, and for the purposes stated therein.

WITNESS my hand and official seal this 30th day of January, 2001.

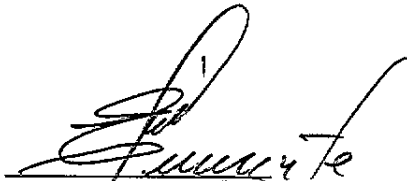

Notary Public



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, the following designation is
made:

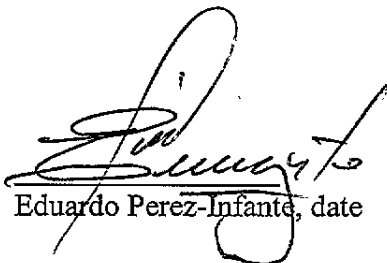
FIRST: Mr. Eduardo Perez-Infante desiring to organize and qualify *IMEX*
EM. BROKERS, INC. under the laws of the State of Florida, with its principle place of
business in Miami, Florida, has named himself, Mr. Eduardo Perez-Infante, whose
address is 13981 S.W. 156 Terrace, Miami, FL 33177, as its agent to accept service of
process within Florida.


Eduardo Perez-Infante, date
Subscriber & Acting Director

FILED
01 FEB / 2 AM 9:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above named Corporation, at the
place designated in these Articles, I hereby agree to act in this capacity, and I further
agree to comply with the provisions of all statutes relative to the proper and complete
performance of my duties.


Eduardo Perez-Infante, date