

PO10000020377
LAW OFFICES
FILED

BRAUWERMAN, BRAUWERMAN & JUNE, P.A.

01 FEB 23 AM 10:01

SUZAN C. BRAUWERMAN
MEMBER OF FLORIDA BAR

JEFFREY N. BRAUWERMAN
BOARD CERTIFIED IMMIGRATION & NATIONALITY LAWYER
MEMBER OF FLORIDA AND NEW YORK BARS

BRADLEY OWEN JUNE
MEMBER OF FLORIDA BAR

MILDRED MORGADO
MEMBER OF FLORIDA BAR

BIANCA ROIG-VAZQUEZ
MEMBER OF FLORIDA BAR

SUITE 1040
1000 BRICKELL AVENUE
MIAMI, FLORIDA 33131

DADE (305) 758-1234
BROWARD (954) 527-1234
FAX (305) 576-6251
E-MAIL: visas@brauwermanlaw.com
www.brauwermanlaw.com

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FORT LAUDERDALE OFFICE
SUITE 208
1776 NORTH PINE ISLAND ROAD
PLANTATION, FLORIDA 33322
FAX (954) 424-8935

February 21, 2001

Florida Department of State
Division of Corporations
P.O. BOX 6327
Tallahassee, Florida 32314

ATTENTION: New Corporate Filings

500003758345--2
-02/23/01--01067--014
*****87.50 *****87.50

cc
+
COS

RE: International Commerce & Exchange Corporation

Dear Sir/Madam:

Enclosed please find an original and one copy of the above referenced corporation's Articles of Incorporation. Please file same and return one (1) copy thereof stamped as "filed".

A check for the fees necessary to cover the following items is enclosed:

Filing fees	\$
Certified copy of articles	
Registered agent designation	
TOTAL	\$ 87.50

Thanking you for your time and assistance, we are,

Very truly yours,

BRAUWERMAN, BRAUWERMAN & JUNE, P.A.

By: Brad June

Enclosures (as indicated)

By 2/26/01 ✓

FILED

ARTICLES OF INCORPORATION
OF
International Commerce & Exchange Corporation

01 FEB 23 AM 10:01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. CORPORATE NAME

The name of this corporation is: **International Commerce & Exchange Corporation.**

ARTICLE II. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida, including import and export.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is one thousand (1,000) shares of common stock with initial one dollar par value.

ARTICLE IV. TERM OF EXISTENCE

This Corporation shall have perpetual existence commencing upon filing of these articles.

ARTICLE V. REGISTERED AGENT AND INITIAL PRINCIPAL OFFICE

The Registered Agent and the street address of the initial Principal Office of this Corporation in the State of Florida shall be:

Principal Office

Registered Agent

6721 Stoneheaven
Miami Lakes, Florida 33014

Elba Moura
6721 Stoneheaven
Miami Lakes, Florida 33014

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI. BOARD OF DIRECTORS

This Corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VII. INITIAL DIRECTORS

The name of the initial directors of this Corporation and their street addresses are:

Fernando Davalos
1520 Euclid Avenue, #4
Miami Beach, Florida 33139

The persons named as initial directors shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

ARTICLES VIII. INCORPORATORS

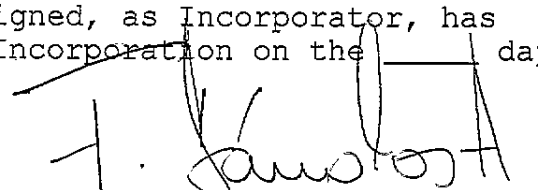
The name and street address of the person signing these Articles of Incorporation as Incorporator is:

Fernando Davalos
1520 Euclid Avenue, #4
Miami Beach, Florida 33139

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 a stockholder's meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

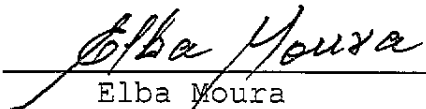
IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on the 2/14/2001 day of February, 2001.



Incorporator

RESIDENT AGENT

HAVING BEEN NAMED to accept service of process for
International Commerce & Exchange Corporation., at 6721 Stoneheaven
Miami Lakes, Florida 33014, I hereby accept to act in this
capacity, and agree to comply with the provisions of the Florida
Statutes relative to keeping open said office.



Elba Moura