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TRANSMITTAL LETTER

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\*\*\*\*122.50 \*\*\*\*\*78.75

DEPARTMENT OF STATE  
DIVISION OF CORPORATION  
P.O.BOX 6327  
TALLAHASSEE, FLORIDA 32314

SUBJECT: P & J EXPORT IMPORT INC.

Enclosed is the original and one (1) copy of the Articles of Incorporation of P & J IMPORT-EXPORT INC.  
and my check in the amount of \$122.50.

FROM: PATRICK SALIBA  
11984 SW 117<sup>TH</sup> TERRACE  
MIAMI, FLORIDA 33186

TEL: 305-273-6218

FILED  
01 NOV -5 PM 3:43  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

D. WHITE NOV - 6 2001

**ARTICLES OF INCORPORATION  
OF**

**P & J EXPORT-IMPORT INC.**

**FILED**

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**SECRETARY OF STATE  
TALLAHASSEE FLORIDA**

*In compliance with Chapter 607 and/or chapter 621, F.S. (Profit)*

**THE UNDERSIGNED**, has executed the following document as incorporator of the above named corporation, a corporation organized under the law of the State of Florida, and all rights, duties and obligations of the undersigned incorporator, and those of the corporation, are to be determined with the laws of the State of Florida.

**ARTICLE I**

*The name of the corporation shall be;*

**P & J EXPORT-IMPORT INC.**

**ARTICLE II**

*This corporation shall commence existence upon filing of those Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.*

**ARTICLE III**

*The general nature and purpose of the business and objects and purposes proposed to the transacted and carried on by this corporation are to do any and all the things therein mentioned, as fully and to the same extent as natural person might do. Viz:*

- 1) Transact any and all lawful business*
- 2) Said corporation shall have further power:*

*To have perpetual succession by its corporate name; To sue and be sued, complain and defend in its corporation name in all actions or proceedings; To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in other manner reproduced; To purchase, take, receive, issue, or otherwise acquire, own, hold, improve, use and otherwise deal in with real or personal property or any interest therein, wherever situated; To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer and otherwise dispose of all and any part of its properties and assets; To lend money to, and use its credit to assist its officers and employees in accordance with Florida Statute #607.141; To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with share of other interests in, or obligations of other domestic or foreign corporations, associations, partnerships, or individuals, direct or indirect obligations of the United States or any other government, state, territory, governmental district, or municipality or any instrument thereof; to make contracts and guarantee and incur liabilities, borrow money of such rate of interest as the corporation may determine, issue its notes, bonds and other obligations, and secure properties, franchises and income; To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal properties as security of the payment of funds so loaned or invested; To conduct its business, carry on its operation, and have offices and exercise the power granted by act within or without this state; to elect and appoint officers and agents of the corporation and define their duties and fix their compensation; To make and alter by-laws, not inconsistent with its Articles of Incorporation or with the law of this State for the*

admsitration; To make donation for the public welfare or for charitable, scientific or educational purposes;  
To transfer any lawful business with the Board of Directors shall find will be in aid of government policy;  
To pay pensions and establish pension plans, profit sharing plans, stock and bonus plans, stock option  
plans, and other incentive plans for any or all of its directors, officers, and employees of its subsidiaries;  
To be a promoter, incorporator, partner, member, associate, or manage any corporation, partnership,  
joint venture, trust, or other enterprises; to have and exercise all powers necessary or convenient to affect  
its purposes; to indemnify any person whom by reason of the fact that he or she is or was a director, officer,  
employee or agent of the corporation to the full extent as permitted by Florida Statute #707.014.

#### ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue the total of 100 shares  
having an individual value of \$1.00 unless other stated in these articles or in an amendment of these  
articles, there shall be only one (1) class of stock of this corporation;

#### ARTICLE V

The street address of the initial registered office and the name of the initial Registered Agent of this  
corporation shall be:

**PATRICK SALIBA**  
**11984 SW 117TH TERRACE**  
**MIAMI, FLORIDA 33186**

#### ARTICLE VI

The name and the street address of the incorporators are:

**PATRICK SALIBA**  
**11984 SW 117TH TERRACE**  
**MIAMI, FLORIDA 33186**

**JOELLE SALIBA**  
**11984 SW 117TH TERRACE**  
**MIAMI, FLORIDA 33186**

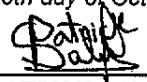
#### ARTICLE VII

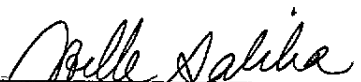
The initial Board of Director shall consist of two (2) persons and the name and address of the person who are  
to serve as Initial Directors of the corporation are:

**PATRICK SALIBA..... PRESIDENT**  
**11984 SW 117TH TERRACE**  
**MIAMI, FLORIDA 33186**

**JOELLE SALIBA..... VICE-PRESIDENT**  
**11984 SW 117TH TERRACE**  
**MIAMI, FLORIDA 33186**

IN WITNESS WHEREOF, the undersigned incorporators has executed those Articles of Incorporation this  
30th day of October 20001

  
\_\_\_\_\_  
**PATRICK SALIBA**

  
\_\_\_\_\_  
**JOELLE SALIBA**

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT / REGISTERED OFFICE**

*Persuant to the provision of section 607.0501 or 617.0501, Florida Statutes, the undersigned corporation organized under the law of the State of Florida, submits the following statement in designating the registered office, registered agent, in the State of Florida.*

*The name and principal office of the corporation is*

**P & J EXPORT IMPORT INC.  
11984 SW 117TH TERRACE  
MIAMI, FLORIDA 33186**

*The name and address of the registered agent is:*

**PATRICK SALIBA  
11984 SW 117TH TERRACE  
MIAMI, FLORIDA 33186**

*Having been named as registered agent and to accept services of process for the above state 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.*



**PATRICK SALIBA**

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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