

51. P02 0000 210 73

LAW OFFICES OF  
CRAIG R. DEARR, P.A.  
TWO DATRAN CENTER, SUITE 1609  
9130 SOUTH DADELAND BOULEVARD  
MIAMI, FLORIDA 33156

TELEPHONE: (305) 670-1237  
FACSIMILE: (305) 670-1238

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
02 FEB 25 AM 1:28

February 7, 2002

Secretary of State  
DIVISION OF CORPORATIONS  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: Trebol, Inc.  
Our File Number: 5769.1

300004900443--2  
-02/11/02--01084--003  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Sirs:

Enclosed are the Articles of Incorporation for TREBOL, INC. and our check for the filing fee in the amount of \$78.75 which includes the fee for a Certificate of Good Standing. Please return a Certificate of Good Standing and copy of the filed articles to my office at the address shown above.

Very truly yours,  
CRAIG R. DEARR, P.A.

  
CRAIG R. DEARR  
For the firm

CRD/sw

Enclosures as stated.

W 2 14508  
F. CHESSEY FEB 25



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

February 15, 2002

CRAIG R DEARR PA  
9130 S DADELAND CNTR STE 1609  
MIAMI, FL 33156

SUBJECT: TREBOL, INC.  
Ref. Number: W02000004508

We have received your document for TREBOL, INC. 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 name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

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) 245-6904.

Freida Chesser  
Corporate Specialist  
New Filings Section

Letter Number: 202A00009491

FEB 19 2002

**ARTICLES OF INCORPORATION**

**OF**

**TREBOL TRADING, INC.**

**ARTICLE I. NAME AND ADDRESS:**

The name and principal office address of this corporation is:

TREBOL TRADING, INC.  
c/o Craig R. Dearth, P.A.  
9130 S. Dadeland Blvd., Suite 1609, Miami, Florida 33156

**ARTICLE II. PURPOSE:**

This corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE III. CAPITAL STOCK:**

This corporation is authorized to issue 100 shares of \$1.00 par value common stock.

**ARTICLE IV. PREEMPTIVE RIGHTS:**

Every shareholder, upon the issuance or sale of either new or treasury stock for cash, property, services in payment of corporate debts or otherwise shall have the right to purchase his proportionate share thereof.

**ARTICLE V. INITIAL REGISTERED OFFICE OF AGENT:**

The street address of the initial registered office of this corporation is:

Two Datan Center, Suite 1609  
9130 S. Dadeland Boulevard  
Miami, Florida 33156

and the name of the initial registered agent of this corporation at that address is:

CRAIG R. DEARR

which agent, pursuant to Section 48.091, Florida Statutes, shall accept service of process within this State.

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
02 FEB 25 PM 1:28

## **ARTICLE VI. BOARD OF DIRECTORS:**

This corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time in such manner as may be prescribed by the Bylaws. The name and address of the initial director of this corporation is:

### NAME

Jorge de la Cruz

### ADDRESS

600 N.E. 36 Street  
Miami, Florida 33137

The corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a director or officer of the corporation, and any person who serves at the request of this corporation as a director or officer of any other corporation from and against any and all claims and liabilities to which such person shall become subject by reason of his having heretofore or hereafter being a director or officer of the corporation or by reason of any action alleged to have been heretofore or hereafter taken or omitted by him as such director or officer, and shall reimburse each such person for all expenses (including attorney's fees) reasonably incurred by him in connection with any such claim or liability; provided that no person shall be indemnified against, or be reimbursed for, any expenses incurred in connection with any claim or liability as to which it shall be adjudged that such officer or director is liable for negligence or willful misconduct in the performance of his duties.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled, nor shall anything herein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case even though not specifically herein provided for.

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of the corporation are pecuniarily or otherwise interested in or are directors or officers of such corporation; any director individually, or any firm of which any director may be a member, may be a party to,

or may be pecuniarily or otherwise interested in any contract or transaction of the corporation provided that the fact that he or such firm so interested shall be disclosed or shall have been known to the Board of Directors of such members thereof as shall be present at any meeting of the Board at which action upon any such contract or transaction shall be taken; and any director of the corporation who is also a director or officer of such other corporation or is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize any such contract or transaction, any may vote there at to authorize any such contract or transaction with like force and effect as if he were not such director or officer of such other corporation or not so interested.

#### **ARTICLE VII. INCORPORATOR:**

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

JORGE DE LA CRUZ  
600 N.E. 36 Street  
Miami, Florida 33137

#### **ARTICLE VIII. BYLAWS:**

The power to adopt, alter, amend or repeal bylaws shall be vested in the shareholders and Board of Directors.

IN WITNESS WHEREOF the undersigned subscriber has executed these Articles of Incorporation this 4 day of Feb, 2002.

*[Signature]*

SUBSCRIBER – JORGE DE LA CRUZ

STATE OF FLORIDA       }  
                                      } ss  
COUNTY OF MIAMI-DADE }

I HEREBY CERTIFY that on this day before me, a notary public, duly authorized in the state and county above named, to take acknowledgments, personally appeared

JORGE DE LA CRUZ

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
02 FEB 25 PM 1:28

to me known to be the person who executed the foregoing Articles of Incorporation and who acknowledged before me that he executed those Articles of Incorporation.

WITNESS my hand and official seal in the county and state above named this 4 day of Feb, 2002.

*[Signature: Wendy Rounds]*  
NOTARY PUBLIC

My Commission Expires:



Wendy Rounds  
My Commission CC804272  
Expires March 8, 2003

The undersigned having been named to accept service of process for the above corporation at the place designated in Article V. hereof, hereby accepts such agency and agrees to comply with the provisions of the Florida Statutes relative to keeping open said office.

*[Signature: Craig R. Dearr]*

REGISTERED AGENT-CRAIG R. DEARR