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STATE DIVISION OF CORPORATIONS
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01/31/03

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

KG & Duarte International Corp.

Signature _____

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Name _____

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- ☒ Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- ☒ Cert. Copy _____
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- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
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CLERK OF DISTRICT COURT
STATE OF FLORIDA

**ARTICLES OF INCORPORATION
OF
K G & DUARTE INTERNATIONAL CORP.**

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

Article I , Name

The name of the corporation shall be:
K G & Duarte International Corp.

Article II, Mailing Address

The mailing address of this corporation shall be:
3934 Hunters Isle Dr. – Orlando, FL 32837

Article III, Shares

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:
1000 Shares with \$ 1.00 Par Value.

Article IV, Initial Registered Agent and Street Address

The name and address of the initial registered agent is:
Cimar Caixeta Duarte
3934 Hunters Isle Dr. – Orlando, FL 32837

Article V, Incorporator.

The name and address of the Incorporator to these Articles of Incorporation is:

Cimar Caixeta Duarte
Address
3934 Hunters Isle Dr. – Orlando, FL 32837

Continuation, Page 2

Article VI, Purpose.

The purpose of this corporation shall be to commerce, sell, buy, import and export bicycles, material and equipment, all types of merchandise goods and services, as well as to be the representative of other companies if so is desired. It will deal with international and national corporations and individuals alike, always respecting the regulations in existence. These objectives should not affect the capability to do all other businesses under the Laws of the United States of America and the State of Florida.

Article VII, Initial Board of Directors and Officers.

The names and Post Office Addresses of the members of the first board of directors and Officers are:

Cimar Caixeta Duarte - President, and Director.

Sarah Loraine Duarte – Vice-President, Treasurer, and Director.

Alisa Beier – Secretary, and Director.

Postal address at:

3934 Hunters Isle Dr. – Orlando, FL 32837

Continuation, Page 3

Affidavit

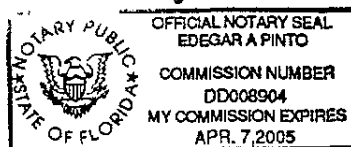
State of Florida, Orange County.

Before me this day personally appeared Cimar Caixeta Duarte, who being duly sworn, deposed and said that he is the Incorporator of K G & Duarte International Corp., and is hereby duly authorized, responsible and apt to incorporate according to the Statutes of the State of Florida.


Cimar Caixeta Duarte

Sworn to and subscribed before me this 24th day of January 2003.


Notary Public



CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, 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: KG & DUARTE INTERNATIONAL CORP.

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

Cimar Caixeta Duarte

(Name)

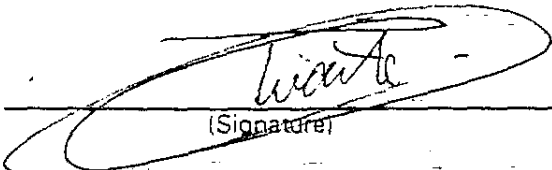
3934 Hunters Isle Dr.

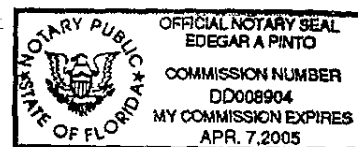
(P.O. Box not acceptable)

Orlando, FL 32837

(City/State/Zip)

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)



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