

P03800019562

(Requestor's Name)



2/14/03

300012470603

Phone 305 652-7777

Company SAMUEL BORDTA ATTY

Address 801 NE 167TH ST STE 308

Dept./Floor/Suite/Room

NORTH MIAMI State FL ZIP 33162

Internal Billing Reference

PICK-UP WAIT MAIL

(Business Entity Name)

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ARTICLES OF INCORPORATION

OF

MEXICO DIRECT, INC.

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ARTICLE I.

The name of the Corporation is: MEXICO DIRECT, INC.

ARTICLE II.

This Corporation shall exist in perpetuity commencing on the date of execution and acknowledgment of these Articles of Incorporation.

ARTICLE III.

The Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV.

This Corporation is authorized to issue 7500 shares at \$1.00 par value common stock which shall be designated as "Common Shares".

ARTICLE V.

SECTION I.

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this Corporation, the assets of the Corporation shall be payable to and distributed ratably among the holders of record of the Common Shares.

SECTION II.

VOTING RIGHTS

Except as otherwise provided by Law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

ARTICLE VI.

The street address of the initial principal office of this Corporation is:

21204 HARBOR WAY  
AVENTURA, FLORIDA 33180

and the name of the initial registered agent of this Corporation and his address is:

Samuel S. Sorota, Esq.  
801 N.E. 167th Street, Suite 308  
North Miami Beach, FL 33162

ARTICLE VII.

This corporation shall have ONE Director initially. The number of Directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1).

ARTICLE VIII.

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

Samuel S. Sorota, Esq.  
801 NE 167 Street - Suite 308  
North Miami Beach, FL 33162

ARTICLE IX.

AMENDMENT

This corporation reserves the right and power to amend, adopt, alter, or repeal any provisions contained in these Articles of Incorporation, or any amendments thereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE X.

Special meetings of shareholders may be called by any shareholder owning at least Fifty (50%) percent of the shares entitled to vote.

ARTICLE XI.

A majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of the shareholders.

If a quorum is present, the affirmative vote of a majority of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE XII.

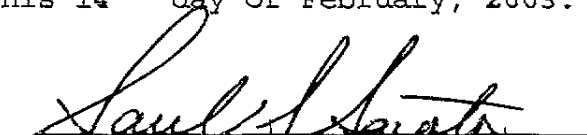
At each such election for Directors, every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at the time multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

ARTICLE XIII

PURPOSE

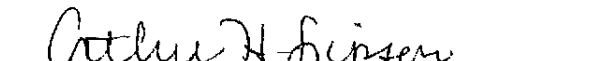
To carry on and conduct in all its branches and departments, as principal or agent, for general purposes, all business incidental or in any way connected therewith.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 14<sup>th</sup> day of February, 2003.

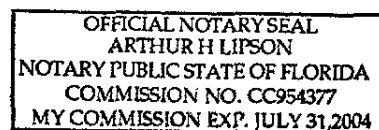
  
SAMUEL S. SOROTA

I HEREBY CERTIFY that before me, the undersigned authority, personally appeared SAMUEL S. SOROTA personally known to me, who did take an oath and that he executed the foregoing ARTICLES OF INCORPORATION for the purposes expressed therein.

ACKNOWLEDGED BEFORE ME AND IN WITNESS WHEREOF, I have hereunto set my hand and seal, this 14<sup>th</sup> day of February, 2003.

  
NOTARY PUBLIC, State of Florida

My Commission Expires:



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 IS SUBMITTED:

FIRST THAT MEXICO DIRECT, INC, IS DESIRING TO ORGANIZE UNDER  
THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF  
BUSINESS AT:

21204 HARBOR WAY AVENTURA, FLORIDA 33180, HAS NAMED:

Samuel S. Sorota, Esq.  
801 N.E. 167<sup>TH</sup> Street, Suite 308  
North Miami Beach, Florida 33162

AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

BY: Samuel S. Sorota  
SAMUEL S. SOROTA

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE  
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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.

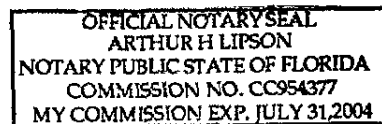
Samuel S. Sorota  
SAMUEL S. SOROTA

STATE OF FLORIDA  
COUNTY OF MIAMI-DADE

SWORN TO AND SUBSCRIBED before me, this 14<sup>th</sup> day of February,  
2003.

Arthur H. Lipson  
NOTARY PUBLIC, State of Florida

My Commission Expires:



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