

PO3000020230

(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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(Business Entity Name)

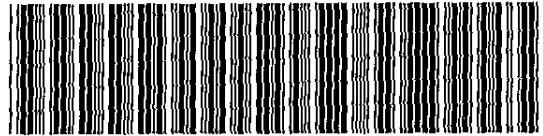
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
03 FEB 24 AM 11:52
DIVISION OF CORPORATION

21

mc 2/20

Charter Number Only

February 13, 2003

Fernando Valdes

Requestor's Name

782 NW 42 Ave. #433

Address

Miami, FL 33126

City

State

ZIP

Phone

446-4006 A.

VALIDATION ONLY

CORPORATION(S) NAME

Inter-Trading of America, Inc

- | | | |
|--|--|---|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input checked="" type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> After 4:30 | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Will Wait | <input type="checkbox"/> Mail Out | <input type="checkbox"/> Mail Out |

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Empire Toll Free: 1-800-432-3028



FLORIDA DEPARTMENT OF STATE

Ken Detzner
Secretary of State

February 17, 2003

EMPIRE

SUBJECT: INTER-TRADING OF AMERICA, INC.
Ref. Number: W03000004526

We have received your document for INTER-TRADING OF AMERICA, 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 registered agent and street address must be consistent wherever it appears in your document.

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) 245-6067.

Neysa Culligan
Document Specialist
New Filing Section

Letter Number: 303A00010291

RECEIVED
03 FEB 19 AM 11
DIVISION OF CORPORATIONS

RECEIVED
03 FEB 19 AM 10:08
DIVISION OF CORPORATIONS

ARTICLE OF INCORPORATION
OF

INTER-TRADING OF AMERICA, INC.

THE UNDERSIGNED, FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA, AND UNDER THE STATUTE OF THE STATE OF FLORIDA PROVIDING FOR THE FORMATION, RIGHTS, PRIVILEGES, IMMUNITIES AND LIABILITIES OF INCORPORATING FOR PROFIT, DO HEREBY ADOPT THE FOLLOWING ARTICLES OF INCORPORATION:

ARTICLE ONE

THE NAME OF THE CORPORATION: INTER-TRADING OF AMERICA, INC.

ARTICLE TWO

THE GENERAL PURPOSES FOR WHICH THE CORPORATION IS ORGANIZED ARE:

1. TO TRANSACT ANY LAWFUL BUSINESS FOR WHICH CORPORATIONS MAY BE INCORPORATED UNDER THE FLORIDA GENERAL CORPORATION ACT, AND ENGAGE IN ANY OTHER LAWFUL TRADE OR BUSINESS THAT CAN BE ADVANTAGEOUSLY CARRIED IN CONNECTION WITH OR AUXILIARY TO THE FOREGOING BUSINESS.
2. TO DO SUCH THINGS AS ARE INCIDENTAL TO THE FORGOING OR NECESSARY OR DESIRABLE IN ORDER TO ACCOMPLISH THE FOREGOING.

ARTICLE THREE

THE AGGREGATE NUMBER OF SHARES, WHICH THE CORPORATION IS AUTHORIZED TO ISSUE, IS 100 SHARES OF COMMON STOCK, SUCH SHARES SHALL BE OF A SINGLE CLASS, AND SHALL HAVE A PAR VALUE OF \$ 1.00.

ARTICLE FOUR

THE PLEDGE, SALE, TRANSFER OR OTHER DISPOSITION OF THE CAPITAL STOCK MAY BE GOVERNED AND RESTRICTED BY THE BY-LAWS FOR WRITTEN AGREEMENT AMONG THE STOCKHOLDERS WHICH SHALL BE ON FILE IN THE OFFICE OF THE OFFICER OF THE CORPORATION SO NAMED IN ARTICLE SEVEN HEREIN.

THE BY-LAWS MAY PROVIDE FOR CUMULATIVE VOTING BY STOCKHOLDERS AT THE ELECTIONS OF THE DIRECTORS OF THE CORPORATION.

ARTICLE FIVE

THE AMOUNT OF CAPITAL WITH WHICH THIS CORPORATION MAY BEGIN BUSINESS SHALL NOT BE LESS THAN ONE HUNDRED (\$100.00) DOLLARS.

ARTICLE SIX

THE EXISTENCE OF THE CORPORATION IS PERPETUAL

ARTICLE SEVEN

THE INITIAL ADDRESS AND PRINCIPAL OFFICE OF THE CORPORATION IN THE STATE OF FLORIDA SHALL BE: 782 NW 42ND AVENUE SUITE 433, MIAMI FLORIDA 33126.

THE BOARD OF DIRECTORS MAY FROM TIME TO TIME MOVE THE PRINCIPAL OFFICES TO ANY OTHER ADDRESS WITHIN THE STATE OF FLORIDA. THE REGISTERED AGENT IS: MARTA MEMBIELA ADDRESS: 3260 SW 134 AVE. MIAMI FLORIDA 33175.

ARTICLE EIGHT

A BOARD OF DIRECTOR(S) CONSISTING OF NOT LESS THAN (1) AND NO MORE THAN (5) SHALL MANAGE THE BUSINESS OF THE CORPORATION. A QUORUM FOR THE HOLDING OF A MEETING OF THE BOARD OF DIRECTOR(S), AND FOR THE TRANSACTION OF ANY BUSINESS PROPERLY CARRIED OUT BY THE DIRECTOR(S) ON BEHALF OF THE CORPORATION, SHALL CONSIST OF A MAJORITY OF THE MEMBERS THEREOF. BUT, THE DIRECTOR(S), BY UNANIMOUS CONSENT IN WRITING, INCLUDED IN THE MINUTES OF THE CORPORATION, MAY CONSENT TO THE DOING OF ANY ACT AND SUCH CONSENT IN WRITING SHALL HAVE THE SAME FORCE AND EFFECT AS THOUGH A FORMAL MEETING HAD BEEN HELD PURSUANT TO CALL BEING DULY MADE AND AS THOUGH THE SAID ACT HAD BEEN COMPLETED AND AUTHORIZED AT A MEETING AT WHICH A QUORUM HAD BEEN PRESENT, AND / OR SUCH DUTIES MAY BE DELEGATED TO AN "EXECUTIVE COMMITTEE".

ARTICLE NINE

THE NUMBER OF DIRECTORS CONSTITUTING THE INITIAL BOARD OF DIRECTORS OF THE CORPORATION IS AS FOLLOWS. THE NAME AND ADDRESS OF EACH PERSON WHO IS TO SERVE AS A MEMBER OF THE INITIAL BOARD OF DIRECTOR IS:

PRESIDENT: MARTA MEMBIELA 3260 SW 134 AVE. MIAMI FLORIDA

VICE-PRES.: JOAQUIN MEMBIELA 3260 SW 134 AV. MIAMI FLORIDA

SECRETARY: JOSE MARIA PACHECO 9737 NW 41 ST. MIAMI FLORIDA

TREASURER: NOE CASTRO 6031 CORAL WAY, MIAMI FLORIDA

ARTICLE TEN

THE NAME AND ADDRESS OF THE SUBSCRIBERS TO THE ARTICLES OF INCORPORATION, AND THE NUMBER OF SHARES OF STOCK THAT THEY AGREE TO TAKE ARE AS FOLLOWS:

NAME:	ADDRESS:	SHARES/CASH VALUE:
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<u>MARTA MEMBIELA</u>	<u>3260 SW 134 AV. MIAMI FL.</u>	<u>100 \$100.00</u>
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ARTICLE ELEVEN

THE STOCK OF THE CORPORATION MAY BE ISSUED PURSUANT TO THE PROVISIONS UNDER SECTION 1244 OF THE INTERNAL REVENUE CODE IN ORDER THAT THE STOCKHOLDERS OF THE CORPORATION MAY RECEIVE THE BENEFITS THEREUNDER.

IN WITNESS WHEREOF: WE HAVE HEREUNTO SET OUR HANDS AND SEALS THIS 13TH DAY OF FEBRUARY, 2003.

(SEAL)

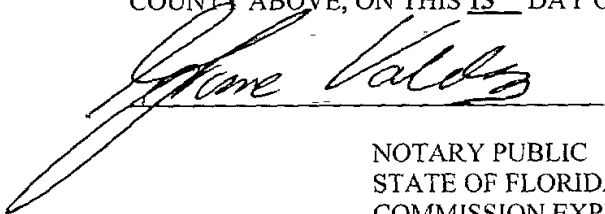
(SEAL)

(SEAL)

STATE OF FLORIDA
COUNTY OF MIAMI DADE

I HEREBY CERTIFY THAT ON THIS DAY PERSONALLY APPEARED BEFORE ME, AN OFFICER BULY AUTHORIZED TO TAKE ACKNOWLEDGEMENTS AND ADMINISTER OATHS IN THE STATE OF FLORIDA, MARTA MEMBIELA TO ME WELL KNOWN TO BE THE PERSON DESCRIBED IN AND WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION, AN WHO ACKNOWLEDGED BEFORE ME THAT HE/SHE EXECUTED FREELY AND VOLUNTARILY FOR THE PURPOSE THEREIN EXPRESSED.

IN EYEWITNESS WHEREOF, I HAVE SET HAND SEAL IN THE STATE AND COUNTY ABOVE, ON THIS 13TH DAY OF FEBRUARY, 2003.



NOTARY PUBLIC
STATE OF FLORIDA
COMMISSION EXPIRES April 9, 2005



Yvonne Valdes
Commission # DD 015011
Expires April 9, 2005
Bonded Thru
Atlantic Bonding Co., Inc.

ACCEPTANCE OF REGISTERED AGENT

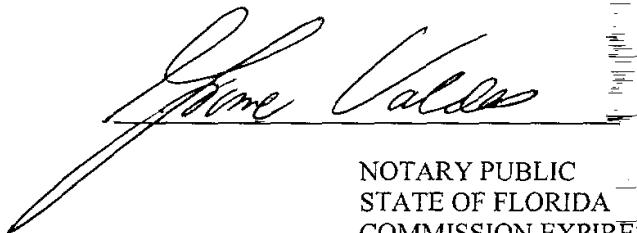
HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE NAMED CORPORATION, AT THE PLACE DESIGNATED IN THESE ARTICLES, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUES RELATIVE TO THE PROPER PERFORMANCE OF MY DUTIES.



REGISTERED AGENT
MARTA MEMBIELA

STATE OF FLORIDA
COUNTY OF MIAMI DADE

BEFORE ME, A NOTARY PUBLIC AUTHORIZED TO TAKE
ACKNOWLEDGMENT IN THE STATE AND COUNTY SET FORTH ABOVE,
PERSONALLY APPEARED MARTA MEMBIELA, WELL KNOWN TO ME TO BE
THE PERSON WHO EXECUTED THE FOREGOING ACCEPTANCE BY
REGISTERED AGENT, AND HE ACKNOWLEDGED BEFORE ME THAT HE
EXECUTED THAT ACCEPTANCE ON THE 13TH DAY OF FEBRUARY, 2003.



NOTARY PUBLIC
STATE OF FLORIDA
COMMISSION EXPIRES



Yvonne Valdes
Commission # DD 015011
Expires April 9, 2005
Bonded thru
Atlantic Bonding Co., Inc.

April 9, 2005

STATE OF FLORIDA
DEPARTMENT OF STATE

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED AND NAMES AND ADDRESSES OF THE OFFICERS
AND DIRECTORS

THE FOLLOWING IS SUBMITTED, IN COMPLIANCE WITH CHAPTER 48.091,
FLORIDA STATUTES:

INTER-TRADING OF AMERICA, INC. A CORPORATION ORGANIZED (OR
ORGANIZING) UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS
PRINCIPAL OFFICE AT 782 NW 42ND AVE. SUITE 433 MIAMI FL HAS NAMED
MARTA MEMBIELA, PRESENT AT 3260 SW 134 AVENUE MIAMI DADE
COUNTY AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THIS
STATE.

OFFICERS:

NAMES	TITLE	ADDRESS
<u>MARTA MEMBIELA</u>	<u>PRESIDENT</u>	<u>3260 SW 134 AVENUE MIAMI FL 33175</u>
<u>JOAQUIN MEMBIELA</u>	<u>VICE-PRES.</u>	<u>3260 SW 134 AVENUE MIAMI FL 33175</u>
<u>JOSE M. PACHECO</u>	<u>SECRETARY</u>	<u>9437 NW 41 ST APT 463 MIAMI FL 33178</u>
<u>NOE CASTRO</u>	<u>TREASURER</u>	<u>6031 CORAL WAY MIAMI FL 33155</u>

DIRECTOR(S):

NAMES	ADDRESS
<u>MARTA MEMBIELA</u>	<u>3260 SW 134 AVENUE MIAMI FLORIDA 33175</u>

BY: Marta Membiela
CORPORATE OFFICER
MARTA MEMBIELA

ACCEPTANCE:

I AGREE AS RESIDENT AGENT TO ACCEPT SERVICE OF PROCESS, TO KEEP
OFFICE OPEN DURING PRESCRIBED HOURS, TO POST MY NAME (AND ANY
OTHER OFFICERS OF SAID CORPORATION AUTHORIZED TO ACCEPT
SERVICE OF PROCESS AT THE ABOVE FLORIDA DESIGNATED ADDRESS) IN
SOME CONSPICUOUS PLACE IN OFFICE AS LAW REQUIRES.

Marta Membiela
RESIDENT AGENT
MARTA MEMBIELA

FILED
03 FEB 19 AM 9:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

