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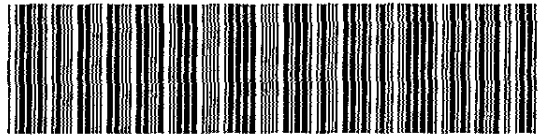
(Business Entity Name)

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TALLAHASSEE, FLORIDA

TS  
10/14/03

*Law Offices of*  
SUZANNE ST. LUCE, P. A.

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October 8, 2003

Department of State  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

RE: Inversiones Uzcadavi, Inc. and  
Fulton's Trading, Inc.

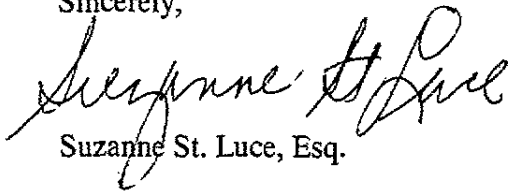
Dear Sir:

Our office represents the incorporators of the above referenced companies. Please find enclosed the articles of incorporation for Inversiones Uzcadavi Inc. and Fulton's Trading, Inc.

We are enclosing two (2) checks, each in the amount of \$78.75 for the filing fee, designation of registered agent, and certified copy of the articles for each corporation listed above.

Please send all correspondence to our Miami address listed above.

Sincerely,

  
Suzanne St. Luce, Esq.

SS/

Enc.

**ARTICLES OF INCORPORATION**

**OF  
FULTON'S TRADING, INC.**

The undersigned natural person, acting as Incorporator for the purpose of forming a Florida based for profit corporation under the provisions of Section 607, Florida General Corporation Act, does hereby adopt the following Articles of Incorporation.

**ARTICLE I - NAME**

The name of this corporation shall be Fulton's Trading, Inc.

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**ARTICLE II - EXISTENCE**

This corporation shall exist perpetually unless sooner dissolved according to law.

**ARTICLE III - PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be 3590 South State Road 7, Suite 215, Box 12E, Miramar, Florida 33023.

**ARTICLE IV - CAPITAL STOCK**

The corporation is authorized to issue one hundred (100) shares of common stock having a par value of one dollar (\$1.00) per share. The consideration to be paid for each share shall be fixed by the board of directors and may be paid in whole or in part in cash or other property, tangible or intangible, or in labor or services either actually performed for the corporation or in exchange for a

written promise to perform services in the future, with a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

**ARTICLE V - PREEMPTIVE RIGHTS**

The corporation elects to have preemptive rights to acquire the corporation's unissued shares upon the decision of the board of directors to issue them.

**ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 3590 South State Road 7, Suite 215, Box 12E, Miramar, Florida 33023, and the name of the initial registered agent of this corporation at that address Donnalee Fulton.

**ARTICLE VII - INCORPORATORS**

The name and address of the Incorporator of this corporation is as follows:

<u>Name</u>	<u>Street Address</u>
Donnalee Fulton	1470 NW 200 Street Miami, FL 33169

**ARTICLE VIII - BOARD OF DIRECTORS**

The corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time thereafter in accordance with the bylaws of the corporation, but shall never be less than one (1). The name and street address of the initial directors of this corporation is:

<u>Name</u>	<u>Street Address</u>
Donnalee Fulton	1470 NW 200 Street Miami, FL 33169

### **ARTICLE IX INITIAL OFFICERS**

The name and address of the initial Officers of this corporation is:

<u>Name</u>	<u>Street Address</u>	<u>Position</u>
Donnalee Fulton	1470 NW 200 Street Miami, FL 33169	President, Secretary
Aubrey Fulton	1470 NW 200 Street Miami, FL 33169	Vice President, Treasurer

### **ARTICLE X - AMENDMENTS**

The corporation reserves the right to amend, alter, change or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.


### **ARTICLE XI - BYLAWS**

The corporation's Board of Directors is specifically authorized from time to time to adopt bylaws, not inconsistent herewith or with shareholder agreements, restraining the alienation of shares of stock of this corporation and providing for the purchase or redemption by the corporation of its shares of stock.

### **ARTICLE XII - CORPORATE POWERS**

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act and its amendments and modifications. The Board of Directors and the Shareholders, by a majority vote, shall have the power to adopt, alter, amend or repeal the bylaws of this corporation.

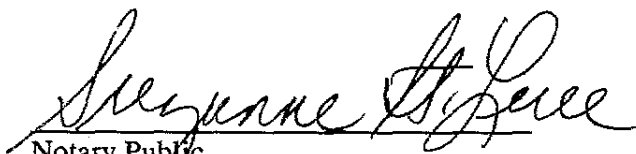
**IN WITNESS WHEREOF**, the undersigned, as Incorporator, has executed these Articles of Incorporation this 3<sup>rd</sup> day of October, 2003.

  
\_\_\_\_\_  
Donnalee Fulton, Incorporator

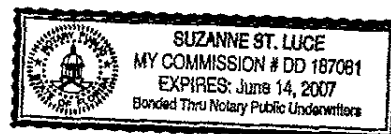
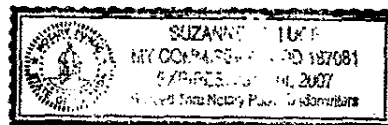
**STATE OF FLORIDA )**  
**COUNTY OF DADE )**

**BEFORE ME**, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Donnalee Fulton, personally known to me to be the person who executed the foregoing Articles of Incorporation and acknowledged before me that he executed these Articles of Incorporation.

**IN WITNESS WHEREOF**, I have hereunto set my hand and affixed my official seal in the State and County aforesaid this 3<sup>rd</sup> day of October, 2003.

  
\_\_\_\_\_  
Notary Public  
State of Florida At Large

My Commission Expires:

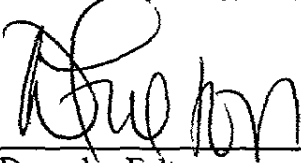


**ACCEPTANCE AS RESIDENT AGENT**

In pursuance of Chapter 48.081, Florida Statutes, the following is submitted in compliance with said Act:

Fulton's Trading, Inc., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation in the City of Miramar, County of Broward, State of Florida, had named Donnalee Fulton, who is located at 3590 South State Road 7, Suite 215, box 12E, Miramar, Florida 33023, as its agent to accept service of process within this State.

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.

  
\_\_\_\_\_  
Donnalee Fulton

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