

Division of Corporations

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## Florida Department of State

Division of Corporations

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## To:

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Account Name : CORPORATE KITS DIRECT, INC.  
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## FLORIDA PROFIT CORPORATION OR P.A.

SEBAIN U.S.A., INC.

|                       |         |
|-----------------------|---------|
| Certificate of Status | 0       |
| Certified Copy        | 1       |
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## **ARTICLES OF INCORPORATION SEBAIN U.S.A., INC.**

The undersigned, for the purpose of forming a corporation under the laws of the State of Florida, does hereby adopt the following Articles of Incorporation:

### **ARTICLE I: NAME**

The name of the corporation is: **SEBAIN U.S.A., INC.**

### **ARTICLES II: DURATION**

The period of duration of this corporation is perpetual unless dissolved according to law. Corporate existence shall commence upon the filing of these Articles of Incorporation.

### **ARTICLES III: INITIAL REGISTERED OFFICE AND AGENT**

The Initial Registered Office and Agent of this Corporation shall be:

**ALBERTO OMAR HERNANDEZ**  
9203 N.W. 38<sup>TH</sup> DR. # 2  
CORAL SPRING FLORIDA 33065

**PREPARED BY: Dorys Martinez**  
11402 N.W. 41 STREET SUITE 211  
Phone: (305) 470-2429  
Miami Florida 33178

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#### **ARTICLES IV: PRINCIPAL PLACE OF BUSINESS**

The principal office address of this corporation is:

**9203 N.W. 38<sup>TH</sup> DR. # 2  
CORAL SPRING FLORIDA 33065**

#### **ARTICLE V: INITIAL BOARD OF DIRECTORS**

The number of persons constituting the Board of Directors of this corporation shall be (1) Officer Initially to hold office until the first annual meeting of stockholders and his successor shall have been duly elect and qualified, or until his earlier resignation, removal from office or death. The number of Officer may be either increased or decreased from time to time in accordance with the By-laws of the Corporation. The name and positions of the initial Officers are:

**ALBERTO OMAR HERNANDEZ**

**PRESIDENT**

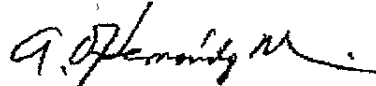
#### **ARTICLE VI CAPITAL STOCK**

The aggregate number of shares which the corporation shall have authority to issue, is the total sum of 100 shares, having an individual par value of \$ 10.00

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation

#### **ARTICLE VII INCORPORATOR**

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

  
**ALBERTO OMAR HERNANDEZ  
9203 N.W. 38<sup>TH</sup> DR. # 2  
CORAL SPRING FLORIDA 33065**

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**ARTICLE VIII: PREEMPTIVE RIGHTS**

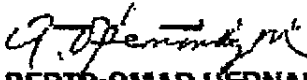
Every stockholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE IX: AMENDMENTS**

This corporation reserves the right to amend or repeal the provisions of these Articles of Incorporation or any amendments hereto, and any rights conferred upon the shareholders is subject to this reservation.

**ARTICLE X: SHAREHOLDERS:****ALBERTO OMAR HERNANDEZ****100%**

In witness whereof, the undersigned incorporator has executed those of incorporation this 19 of November 2003

  
**ALBERTO OMAR HERNANDEZ**  
Incorporator

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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT & REGISTERED OFFICE**

Pursuant to the provisions of the 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:

The name of this corporation is: **SEBAIN U.S.A., INC.**

The name and address of the Register Agent and Registered office is:

**ALBERTO OMAR HERNANDEZ  
9203 N.W. 38<sup>TH</sup> DR. # 2  
CORAL SPRING FLORIDA 33065**

Having been 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.

Dated 19 of November 2003

  
\_\_\_\_\_  
ALBERTO OMAR HERNANDEZ

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