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Requestor's Name

CRISTOBAL DUARTE

10810 S.W. 66 DR. (STREET)

Address

MIAMI, FL 33173

City

State

ZIP

Phone #

CORPORATION(S) NAME

IMPORTS & EXPORTS VENEZOL, INC.

☒ PROFIT

☐ NON-PROFIT

☐ AMENDMENT

☐ MERGER

☐ FOREIGN

☐ DISSOLUTION

☐ MARK

☐ LIMITED PARTNERSHIP

☐ ANNUAL REPORT

☐ RESERVATION

☐ REINSTATEMENT

☐ OTHER

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CERTIFICATE OF INCORPORATION
OF
IMPORTS & EXPORTS VENECAL, INC.

FILED
04 APR 19 PM 3:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, do hereby associate ourselves together and subscribe this Certificate of Incorporation for the purpose of forming a corporation under the laws of the State of Florida, and subject to the following provisions:

ARTICLE ONE

The name of this corporation shall be:

IMPORTS & EXPORTS VENECAL, INC.

ARTICLE TWO

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

ARTICLE THREE

The maximum number of shares of stock which the corporation shall have outstanding at any time, shall be One thousand two hundred (1200) shares of stock which shall be common stock of a par value of One (\$ 1.00) Dollar per share.

All or any part of the capital stock may be paid for either in lawful monies of the United States of America, or in services, at a true valuation thereof.

ARTICLE FOUR

This corporation shall begin business with a minimum capital of the amount of five hundred (\$500.00) Dollars.

ARTICLE FIVE

This corporation shall have perpetual existence.

ARTICLE SIX

The principal office of the corporation shall be located at 13790 S.W. 34th. STREET, MIAMI, FLORIDA, 33175, but other offices for the transaction of business may be located wherever the Directors may deem necessary or expedient.

ARTICLE SEVEN

The business of the corporation shall be managed by a Board of Directors, who need not be stockholders of the corporation. the number of directors, not less than two ,shall be fixed by resolution of the stockholders at any regular or special meeting, subject to the manner of holding such meetings prescribed by the by-laws.

ARTICLE EIGHT

This corporation shall have full power to carry on and transact all of the businesses specified in Article Two of this Certificate, and shall have all the general and additional powers now or hereafter conferred upon it by-law.

ARTICLE NINE

The names and post office addresses of the members of the First Board of Directors and officers who shall hold office for the first year of existence of the corporation or until their successors are elected or appointed and have qualified, are as follows:

BOARD OF DIRECTORS

ANTONIO PASSARIELLO SR. 13790 S.W. 34th. STREET, MIAMI, FLORIDA, 33175.

ANTONIO PASSARIELLO JR. 13790 S.W. 34th. STREET, MIAMI, FLORIDA, 33175.

MARIA DEL PILAR PASSARIELLO, 13790 S.W. 34th. STREET, MIAMI, FLORIDA, 33175.

MARIA FABIOLA PASSARIELLO, 13790 S.W. 34th. STREET, MIAMI, FLORIDA. 33175.

SOFIA CAROLINA PASSARIELLO, 13790 S.W. 34th. STREET, MIAMI, FLORIDA, 33175.

OFFICERS

ANTONIO PASSARIELLO SR. 13790 S.W. 34th. STREET, MIAMI, FL. PRESIDENT

ANTONIO PASSARIELLO JR. 13790 S.W. 34th. STREET, MIAMI, FL.. V-PRESIDENT

MARIA DEL PILAR PASSARIELLO, 13790 S.W. 34th STREET, MIAMI, FL. SECRETARY

MARIA FABIOLA PASSARIELLO, 13790 S.W. 34th. STREET, MIAMI, FL. V-SECRETARY

SOFIA CAROLINA PASSARIELLO, 13790 S.W. 34th. STREET, MIAMI, FL. TREASURER

ARTICLE TEN

The names and post office addresses of each of the subscribers to this Certificate of Incorporation and the number of shares of stock which each subscriber agrees to take, are as follows:

| NAMES | ADDRESS | SHARES |
|------------------------------|--------------------------------------|---------------|
| ANTONIO PASSARIELLO SR. | 13790 S.W. 34 th . STREET | 240 SHARES AT |
| | MIAMI, FLORIDA, 33175. | \$ 1.00 EACH |
| ANTONIO PASSARIELLO JR. | 13790 S.W. 34 th . STREET | 240 SHARES AT |
| | MIAMI, FLORIDA, 33175 | \$ 1.00 EACH |
| MARIA DEL PILAR PASSARIELLO, | 13790 S.W. 34 th . STREET | 240 SHARES AT |
| | MIAMI, FLORIDA, 33175. | \$ 1.00 EACH |
| MARIA FABIOLA PASSARIELLO | 13790 S.W. 34 th . STREET | 240 SHARES AT |
| | MIAMI, FLORIDA, 33175. | \$ 1.00 EACH |
| SOFIA CAROLINA PASSARIELLO | 13790 S.W. 34 th . STREET | 240 SHARES AT |
| | | \$ 1.00 EACH |


ARTICLE ELEVEN

This corporation shall have the power to issue the whole or any part, determined by the Board of Directors, of the shares of the capital stock as partly paid, subject to calls thereon until the whole thereof shall have been paid.


ARTICLE TWELVE

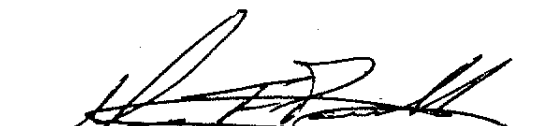
Upon election of a Board of Directors by the stockholders, such Board of Directors shall manage the business affairs of this corporation without the necessity of further authority from the stockholders, except as by law or in this Certificate otherwise provided; any action of such Board of Directors may be rescinded, or any director or officer removed from office, only upon a vote of stockholders, holding a majority of the stock of the corporation which may at such time be actually issued unless otherwise provided by the by-laws of the Board of Directors. All holders of common stock of this corporation shall be entitled to vote the same in the manner provided by law whether said stock shall be fully or partially paid unless otherwise determined by the Board of Directors at or before the time of issuance thereof.

IN WITNESS WHEREOF, the undersigned incorporators have hereunto set their and affixed their seals, this Twelve day of April, 2004..


ANTONIO PASSARIELLO SR.


ANTONIO PASSARIELLO JR.


MARIA DEL PILAR PASSARIELLO


MARIA FABNIOLA PASSARIELLO


SOFIA CAROLINA PASSARIELLO

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE
SERVED.

In pursuance of chapter 48.091, Florida Statutes, the following is submitted, in compliance with
said Act:

FIRST: that IMPORTS & EXPORTS VENECAL, INC.. desiring to organize under the Laws of
the State of Florida with its principal office, as indicated in the articles of Incorporation at City
of Miami, County of Dade, State of Florida, has named ANTONIO PASSARIELLO JR., 13790
S.W. 34th. STREET, MIAMI, County of Dade, State of florida, 33175 as its agent to accept
service of process within this State.

ACKNOWLEDGEMENT: Having been named to accept service of process for the above stated
corporation, at place designated in this certificate.

I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative
to keeping open said office.

by 
ANTONIO PASSARIELLO, JR.
Resident Agent

Sworn to and subscribed before me this

Twelfth day of April, 2004.


NOTARY PUBLIC