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| PICK-UP WAIT MAIL                       |             |  |
| (Business Entity Name)                  |             |  |
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FLORIDA DEPARTMENT OF STATE VISION OF CONFORATION

October 13, 2004

EXPRESS CORPORATE FILING SERVICE INC. 1000 PONCE DE LEON BOULEVARD SUITE 101 CORAL GABLES, FL 33134

SUBJECT: ALDERTON TRADING CORPORATION

Ref. Number: W04000037775

We have received your document for ALDERTON TRADING CORPORATION and your check(s) totaling \$236.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.)

The registered agent must sign accepting the designation.

An effective date may be added to the Articles of Incorporation if a 2005 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

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) 245-6973.

Claretha Golden Document Specialist New Filings Section

Letter Number: 104A00059112

## EXPRESS CORPORATE FILING SERVICE INC. Requestor's Name 1000 PONCE DE LEON BLVD. SUITE:101 Address (305) 444-4994 Phone # CORAL GABLES, FL 33134 City/State/Zip

Examiner's Initials

|    |                    | OFFICE USE ONLY  |
|----|--------------------|--|
|    |                    |  |
| C  |                    | OCUMENT NUMBER(S) (if known):  |
| ١. | Alderton Trac      | ling Corporation   |
|    | (Corporation Name) | (Document #)   |
| 2. | (Corporation Name) | (Document #)   |
| 3. |                    |  |
|    | (Corporation Name) | (Document #)   |
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|    | NEW FILINGS        | AMENDMENTS   |
|    | Profit             | Amendment  |
|    | NonProfit          | Resignation of R.A., Officer/Director  |
|    | Limited Liability  | Change of Registered Agent   |
|    | Domestication      | Dissolution/Withdrawal   |
|    | Other              | Merger   |
|    |                    | <del></del>  |
|    | OTHER FILINGS      | REGISTRATION   |
|    | Annual Report      | QUALIFICATION  |
|    | Fictitious Name    | Foreign  |

Limited Partnership

Reinstatement Trademark

Other

Name Reservation

#### ARTICLES OF INCORPORATION OF ALDERTON TRADING CORPORATION

The undersigned incorporator, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

#### **ARTICLE I - NAME**

The name and address of this corporation shall be:

ALDERTON TRADING CORPORATION 104 Crandon Blvd. Suite #406 Key Biscayne, Fl. 33149

#### ARTICLE II - EXISTENCE

The corporation shall have perpetual existence.

#### ARTICLE III - PURPOSE OF CORPORATION

The corporation may transact any or all-lawful business for which corporations may be incorporated under the laws of the State of Florida and of the United States.

#### ARTICLE IV - CAPITAL STOCK

The aggregate number of shares that the corporation shall have authority to issue is 1,000 shares of common stock having \$ 1.00 par value.

#### ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### ARTICLE VI - NAME OF REGISTERED AGENT AND ADDRESS OF REGISTERED OFFICE

The name and street address of the corporation's initial registered resident agent shall be:

Octavio J. Rodriguez 201 Crandon Blvd..#240 Key Biscayne, Fl. 33185

### ARTICLE VII- INITIAL BOARDS OF DIRECTORS

Initially this corporation shall have five directors. 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. The names and addresses of the initial directors are:

Mario Juan Nastari 104 Crandon Blvd. #406 Key Biscayne, Fl. 33149 President (20% Stocks) Linda Damary Torres de Nastari 104 Crandon Blvd. #406 Key Biscayne, Fl. 33149 Vice-President (20% Stocks)

Lorena Nastari-Torres 104 Crandon Bivd. #406 Key Biscayne, Fl. 33149 Director (20% Stocks) Ezequiel Nastari-Torres 104 Crandon Blvd. #406 Key Biscayne, Fl. 33149 Director (20% Stocks)

Sebastian Nastari-Torres 104 Crandon Blvd.. #406 Key Biscayne, Fl. 33149 Director (20% Stocks)

#### ARTICLE VIII- INCORPORATOR

The names and addresses of the persons signing these articles are:

Mario Juan Nastari 104 Crandon Blvd #406 Key Biscayne, Fl. 33149 Linda Damary Torres de Nastari 104 Crandon Blvd. #406 Key Biscayne, Fl. 33149

Lorena Nastari-Torres 104 Crandon Blvd. #406 Key Biscayne, Fl. 33149 Ezequiel Nastari-Torres 104 Crandon Blvd. #406 Key Biscayne, Fl. 33149

Sebastian Nastari-Torres 104 Crandon Byld. #406 Key Biscayne, Fl. 33149 Octavio Rodriguez 201 Crandon Blvd. #240 Key Biscayne, Fl. 33149

#### ARTICLE IX - BY LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and Shareholders.

#### ARTICLE X - AMENDMENT

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

The undersigned has (have) executed these Articles of Incorporation this September 28, 2004

Mario Juan Nastari

President

Lorena Nastari-Torres

Director

Sebastian Nastari-Torres

Director

Linda Damary Torres de Nastari

Vice-President

Ezequiel Nastari-Torres

Director

Octavio Rodriguez

Secretary

## CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statues, 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.

1. The name of the corporation is:

**Alderton Trading Corporation** 

SECRETARY OF STATE

2. The name and address of the registered agent and office is:

Octavio J. Rodríguez 201 Crandon Blvd. #240. Key Biscayne Fl. 33149

Having been named to accept services of process for the above stated corporation, at the place designated in the certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statues relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325, Florida Statues.

SIGNATURE:

TITLE: Degistered Agent

DATE: 09-28-2004