

FROM

(FRI) 11/05/04 23:47:40

23:47:40

3443205

Page 1

PD4000/52206

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H04000221371 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : KALKAS BUSINESS SERVICES
Account Number : I19980000015
Phone : (305) 577-9716
Fax Number : (305) 577-9718

FLORIDA DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

04 NOV -5 AM 9:39

FILED

FLORIDA PROFIT CORPORATION OR P.A.

CBPM USA Trading & Logistics, Inc.

| | |
|-----------------------|---------|
| Certificate of Status | 0 |
| Certified Copy | 0 |
| Page Count | 03 |
| Estimated Charge | \$70.00 |

Electronic Filing Menu

Corporate Filing

Public Access Help

V-L
11/05/04

FROM

(FRI) NOV 5 2004 23:48/ST. 23:47/No. 6834432059 P 2

H04000221371

FILED

04 NOV -5 AM 9:39

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF

CBPM USA Trading & Logistics, Inc.

(Name of Corporation)

ARTICLE I - NAME

The name of this corporation is:

CBPM USA Trading & Logistics, Inc.

with the principal place of business located at:

245 SE 1st St. Suite 311
Miami, FL 33131

ARTICLE II - PURPOSE

This corporation shall have perpetual existence and it may engage in any and all lawful businesses under the laws of the United States and the State of Florida. Initially the corporation shall be engaged in import and export and logistics of plastic metal and wood products as well as prefabricates houses.

ARTICLE III - CAPITAL STOCK

The corporation is authorized to issue 1,000 shares of common stock of no par value each share.

ARTICLE IV - INITIAL REGISTERED OFFICE

The street address of the Registered Office of this corporation is:

245 SE 1st St. Ste 311
Miami, FL 33155

The name of the initial Registered Agent of this corporation is:

Martti Kalkas

ARTICLE V - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never

H04000221371

FROM

(FRI) NOV 5 2004 23:49/ST. 23:47/No. 6834432059 P 3

H04000221371

be less than one (1). The initial directors of this corporation are:

Edison de Mello Santos
6595 NW 36 St. #113, Miami, FL 33166

Rafael Oliveira de Mello
6595 NW 36 St. #113, Miami, FL 33166

ARTICLE VI - INCORPORATORS

The name of and address of the person signing this article is:

Edison de Mello Santos
6595 NW 36 St. #113
Miami, FL 33166

ARTICLE VII - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officers or directors to the full extent permitted by law.

ARTICLE VIII - MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the director of, or shareholders of this corporation.

ARTICLE IX - BY-LAWS

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

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 4th day of November 2004.



Incorporator

H04000221371

FROM

(FRI) NOV 5 2004 23:49/ST. 23:47/No. 6834432059 P 4

FILED
H04000221371

04 NOV -5 AM 9:39

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING THE ADDRESS AND AN
AGENT UPON WHOM PROCESS MAY BE SERVED**

WITNESSETH:

That the CBPM USA Trading & Logistics, Inc. desiring to organize under the laws of the State of Florida, which will have its principal office in the County of Miami-Dade State of Florida, has appointed

Martti Kalkas
245 SE1st St. Ste 311
Miami, FL 33131

as its agent to accept service of process within the state.

ACKNOWLEDGEMENT:

Having been named by the

CBPM USA Trading & Logistics, Inc.

to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in the capacity of Registered Agent for the said corporation, and agree to comply with the applicable provision of the Florida Statutes, this 4th day of November 2004.



Registered Agent

H04000221371