

Division of Corporations

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Florida Department of State
Division of Corporations
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To:

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

From:

Account Name : ARES & COMPANY, C.P.A., P.A.
Account Number : I20000000268
Phone : (305) 229-8256
Fax Number : (305) 229-8252

FLORIDA PROFIT CORPORATION OR P.A.

P.O.P. EXPRESS INTERNATIONAL, CORP.

Certificate of Status	0
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ARTICLES OF INCORPORATION
OF
P.O.P. EXPRESS INTERNATIONAL, CORP.

THE UNDERSIGNED has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the law of the State of Florida.

ARTICLE I

The name of this corporation shall be:

P.O.P. EXPRESS INTERNATIONAL, CORP.

ARTICLE II

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III

The general nature of the business and objects and purpose proposed to be transacted and carried on by this corporation are to do any and all of the things, as fully and to the same extent as natural persons might do, viz:

PREPARED BY: ARES & COMPANY, C.P.A., P.A.
3636 SW 87TH AVE.
MIAMI, FL. 33165

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Transact any and all lawful business.

(1) Said corporation shall further have powers:

To have perpetual succession by its corporate name,

P.O.P. EXPRESS INTERNATIONAL, CORP.

ARTICLE IV

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 US\$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 V

The name and street address of the initial Registered Agent and Registered Office of this corporation shall be:

SUSANA ROSA ZANETTI
5601 COLLINS AVE. - SUITE 1415
MIAMI BEACH, FL. 33140

The mailing address of the Corporation shall be:

5601 COLLINS AVE. - SUITE 1415
MIAMI BEACH, FL. 33140

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FROM :
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ARTICLE VI

The initial Board of Directors of the Corporation shall be composed by FOUR (4) persons, whose names and addresses are:

JORGE CARLOS FERRARO - PRESIDENT
CRUZ GALVEZ 142
COLONIA SANTA MARIA
DELEGACION AZCOPOTZALCO

NORA ALICIA ZAVATTARO DE FERRARO - VICE-PRESIDENT
CRUZ GALVES 142
COLONIA SANTA MARIA
DELEGACION AZCOPOTZALCO

SUSANA ROSA ZANETTI - TREASURER
CALLE FRANCISCO PIMENTEL 35
SAN RAFAEL - CUAUHTEMOC
D.F. MEXICO 06470

CAROLINA SUSANA TAZEDJIAN - SECRETARY
5158 1/2 FRANKLIN AVE.
LOS ANGELES. CA 90027

The Shareholder of the Corporation shall be:

R.O.P. EXPRESS DE MEXICO S.A. DE C.V.
CALLE FRANCISCO PIMENTEL 35
SAN RAFAEL - CUAUHTEMOC
D.F. MEXICO - 06470

The name and address of the incorporator executing these Articles of Incorporation is:

SUSANA ROSA ZANETTI
5601 COLLINS AVE. - SUITE 1415
MIAMI BEACH, FL 33140

The undersigned incorporator has executed these Articles of Incorporation this 10TH day of October, 2005.


SUSANA ROSA ZANETTI
TREASURER

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FROM :

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provision of sections 607.0301 or 617.0501, Florida Statutes, the undersigned corporation, organized under the law 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:

P.O.P. EXPRESS INTERNATIONAL, CORP.

2. The name and address of the Registered Agent and office is:

SUSANA ROSA ZANETTI
5601 COLLINS AVE. - SUITE 1415
MIAMI BEACH, FL. 33140

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.

SIGNATURE

SUSANA ROSA ZANETTI

DATE: _____

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