

P/20000096755

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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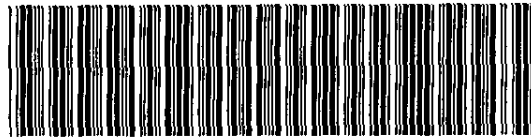
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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TALLAHASSEE, FLORIDA

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## COVER LETTER

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

SUBJECT: ATRADE FORWARDING, CORP.

Enclosed is an original and one (1) copy of the Certificate of Domestication and a check for:

### FEES:

Certificate of Domestication	\$ 50.00
Articles of Incorporation and Certified Copy	\$ 78.75
Total to domesticate and file	\$128.75

### OPTIONAL:

Certificate of Status	\$ 8.75
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JULIE MILLER  
Name (printed or typed)

708 THIRD AVENUE, 6TH FLOOR  
Address

NEW YORK, NY 10017  
City, State & Zip

917-756-4504  
Daytime Telephone Number

JULIE@JULIEMILLERLAW.COM  
E-mail address: (to be used for future annual report notification)

## CERTIFICATE OF DOMESTICATION

The undersigned, RAUL BARBOSA, Chief Executive Officer,  
(Name) (Title)

of ATRADE FORWARDING, CORP a foreign corporation,  
(Corporation Name)

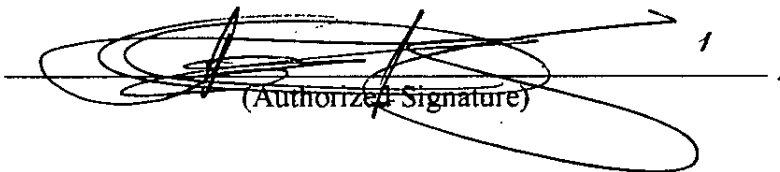
in accordance with s. 607.1801, Florida Statutes, does hereby certify:

1. The date on which corporation was first formed was May 31, 1988.
2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was New York.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was ATRADE FORWARDING, CORP.
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to s. 607.0202 and 607.0401 with this certificate is ATRADE FORWARDING, CORP.
5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the corporation, or any other equivalent jurisdiction under applicable law, immediately before the filing of the Certificate of Domestication was NEW YORK.
6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s. 607.1801.

I am Raul Barbosa, of ATRADE FORWARDING, CORP.

and am authorized to sign this Certificate of Domestication on behalf of the corporation and have done

so this the 14<sup>th</sup> day of November, 2012.

  
(Authorized Signature)

### Filing Fee:

Certificate of Domestication	\$ 50.00
Articles of Incorporation and Certified Copy	\$ 78.75
Total to domesticate and file	\$128.75

**ARTICLES OF INCORPORATION  
OF  
ATRADE FORWARDING, CORP.  
IN COMPLIANCE WITH CHAPER 607, F.S.**

**ARTICLE 1**

The name of this Corporation is ATRADE FORWARDING, CORP.

**ARTICLE 2**

A. The address of the Corporation's principal place of business in the State of Florida is 2030 NW 95<sup>th</sup> Avenue, Miami, Florida, 33172.

B. The name and mailing address of the incorporator of the Corporation is: Julie Miller, Esq., 708 Third Avenue, 6<sup>th</sup> Floor, New York, NY, 10017.

C. The name of the Corporation's initial registered office and the name of its initial registered agent at that office is: Raul Barbosa, 2030 NW 95<sup>th</sup> Avenue, Miami, Florida, 33172.

**ARTICLE 3**

The nature of the business or purposes to be conducted or promoted is to engage in any lawful act or activity for which corporations may be organized under the Florida Statutes.

**ARTICLE 4**

This Corporation is authorized to issue one class of stock to be designated "Common Stock," with a par value of \$0.001 per share. The one class of stock shall consist of two series of stock: Series A Common Stock shall have voting rights with regard to all matters and Series B Common Stock shall have no voting rights whatsoever. The Corporation is authorized to issue Five Million (5,000,000) shares of Series A Common Stock and Five Million (5,000,000) shares of Series B Common Stock. The total number of shares which the Corporation is authorized to issue is Ten Million (10,000,000).

**ARTICLE 5**

Except as otherwise provided in this certificate of incorporation, in furtherance and not in limitation of the powers conferred by statute, the board of directors is expressly authorized to make, repeal, alter, amend and rescind any or all of the Bylaws of the Corporation.

**ARTICLE 6**

The number of directors of this corporation shall be determined in the manner set forth in the Bylaws of this corporation.

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TALLAHASSEE, FLORIDA

## **ARTICLE 7**

Meeting of stockholders may be held within or without the State of Florida, as the Bylaws may provide. The books of the Corporation may be kept (subject to any provision contained in the statutes) outside the State of Florida at such place or places as may be designated from time to time by the board of directors or in the Bylaws of the Corporation.

## **ARTICLE 8**

A director of this corporation shall not be personally liable to this corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except for liability (i) for any breach of the director's duty of loyalty to this corporation or its stockholders, (ii) for acts or omissions not in good faith or that involve intentional misconduct or a knowing violation of law, (iii) under s. 607.0850, Florida Statutes, or (iv) for any transaction from which the director derived any improper personal benefit. If the Florida Statutes are amended after approval by the stockholders of this Article 8 to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of this corporation shall be eliminated or limited to the fullest extent permitted by the Florida Statutes as so amended.

Any repeal or modification of the foregoing provisions of this Article 8 by the stockholders of this corporation shall not adversely affect any right or protection of a director of this corporation existing at the time of, or increase the liability of any director of this corporation with respect to any acts or omissions of such director occurring prior to, such repeal or modification.

## **ARTICLE 9**

To the fullest extent permitted by applicable law, this corporation is authorized to provide indemnification of (and advancement of expenses to) agents of this corporation (and any other persons to which the Florida Statutes permit this corporation to provide indemnification) through bylaw provisions, agreements with such agents or other persons, vote of stockholders or disinterested directors or otherwise, in excess of the indemnification and advancement otherwise permitted by the Florida Statutes, subject only to limits created by applicable the Florida Statutes (statutory or non-statutory), with respect to actions for breach of duty to this corporation, its stockholders and others.

Any amendment, repeal or modification of the foregoing provisions of this Article 9 shall not adversely affect any right or protection of a director, officer, agent or other person existing at the time of, or increase the liability of any director of this corporation with respect to any acts or omissions of such director, officer or agent occurring prior to such amendment, repeal or modification.

## **ARTICLE 10**

The Corporation reserves the right to amend, alter, change or repeal any provision contained in this certificate of incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

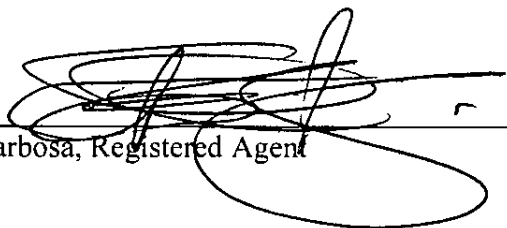
**THE UNDERSIGNED**, being the incorporator hereinbefore named, for the purpose of forming a corporation to do business both within and without the State of Florida and in pursuance of the Florida Statutes, does make and file this Certificate, hereby declaring and certifying that the facts herein stated are true, and accordingly has hereunto set her hand this 14<sup>th</sup> day of November, 2012.

  
Julie Miller, Incorporator

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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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 am familiar with and accept the appointment as registered agent and agree to act in this capacity.

  
Raul Barbosa, Registered Agent

Date 11/14/12