

(SAMPLE LETTER OF TRANSMITTAL)

P9500002003
Date

FILED

95 JAN -6 PM 3:38

CLERK OF COURT
TALLAHASSEE, FLORIDA

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

Re: H & P EXPRESS TRADE INC, Inc.
(name of corporation)

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,

000001872510
-01/06/95--01066--015
***122.50 ***122.50

(individual's name)

H&P EXPRESS TRADE INC
(name of corporation)

MAILING ADDRESS OF CORPORATION

1206 ne 17 way

FT LAUDERDALE FLORIDA

33304

PHONE 467 6930

(305) 467 6930
Area Code Number Ext

ARTICLES OF INCORPORATION

of

H & P EXPRESS TRADE INC

(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

H & P EXPRESS TRADE INC

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 10,000 shares (10,000) of _____ Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	PAULO DA COSTA CARDOSO		
ADDRESS	1200 NE 17 WAY		
CITY	FT LAUDERDALE	FLORIDA	ZIP 33304

The principal office, if known, or the mailing address of the corporation is:

NAME	H & P EXPRESS TRADE INC.		
ADDRESS	1200 NE 17 WAY		
CITY	FT LAUDERDALE	FLORIDA	ZIP 33304

ARTICLE VI - 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 be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	PAULO DA COSTA CARDOSO		
ADDRESS	1200 NE 17 WAY		
CITY	FT LAUDERDALE	STATE FLORIDA	ZIP 33304
NAME	HORTENCIO LOPES NETO		
ADDRESS	1200 NE 17 WAY		
CITY	FT LAUDERDALE	STATE FLORIDA	ZIP 33304
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAMER	PAULO DA COSTA CARDOSO		
ADDRESS	1200 NE 17 WAY		
CITY	FT LAUDERDALE	STATE	FLORIDA ZIP 33304
NAMER	HORTENCIO LOPES NETO		
ADDRESS	1200 NE 17 WAY		
CITY	FT LAUDERDALE	STATE	FLORIDA ZIP 33304
NAMER			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 12 day of DECEMBER, 19 96 94

_____(Seal)
 _____(Seal)
 _____(Seal)

STATE OF FLORIDA)
 COUNTY OF _____) SS

before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared:

x Paulo da Costa Cardoso
 Signature

 Form of Identification

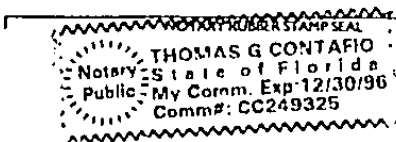
x Hortencio Lopes Neto
 Signature

 Form of Identification

 Signature

 Form of Identification

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, who acknowledged before me that _____ executed these Articles of Incorporation, that I relied upon the form _____ of identification of the above named person _____ as indicated opposite each name, and that an oath was not taken



Witness my hand and of the seal in the County and State last aforesaid this _____ day of _____, 19 _____

Notary Signature

Printed Notary Signature

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

FILED
95 JAN -6 PM 3:38
CLERK OF COURT
MIAMI, FLORIDA

H & P EXPRESS TRADE INC
(name of corporation)

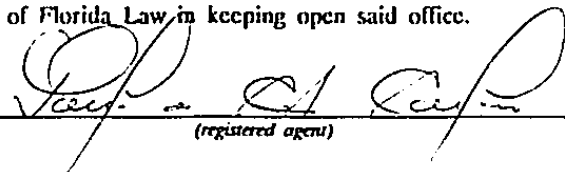
Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 1200 NE 17 WAY
FT LAUDERDADE FLORIDA 33304

has named PAULO DA COSTA CARDOSO
located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.


(registered agent)