

Jan. 10 '96 14:27 0000

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: CONTINENTAL STAMP & SEAL
8744 SW 133 STREET

MIAMI, FL 33176-3929000

CONTACT: JENNIFER DENSCHE
PHONE: (305) 232-2226
FAX: (305) 238-6422

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR PA

NAME:	GVEDESTAR IMPORT EXPORT REP., INC.	CURRENT STATUS:	REQUESTED
FAX AUDIT NUMBER:	1195000000385	TIME REQUESTED:	4:03 P.M.
DATE REQUESTED:	01/10/1995	CERTIFICATE OF STATUS:	1
CERTIFIED COPIES:	0	METHOD OF DELIVERY:	FAX
NUMBER OF PAGES:	4	ACCOUNT NUMBER:	070253003503
ESTIMATED CHARGE:	\$78.75		

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ARTICLES OF INCORPORATION
OF

GUEDESTAR IMPORT EXPORT REP, INC

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

GUEDESTAR IMPORT EXPORT REP, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

3084 SW 27 AVE # 33
MIAMI - FLORIDA - 33133

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

6,000

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

JACQUES R. DOS NASCIMENTO
3084 SW 27 AVE - # 33
MIAMI - FLORIDA

33133

JENNIFER BENSCH
CONTINENTAL STAMP & SEAL
8744 S.W. 133 STREET
MIAMI, FL 33176-5929
(305) 232-2226

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ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

- GUEDESTAIR IMPORT EXPORT REP., INC.
PAULO ROBERTO GUEDES
3084 SW 27 AVE # 33
MIAMI - FLORIDA -
ZIP. COD. 33133 .

The undersigned has(have) executed these Articles of Incorporation this

MIAMI day of JANUARY 5 1995.

X Paulo Roberto Guedes
Signature/Title
X Paulo Roberto Guedes
Signature/Title
X Paulo Roberto Guedes
Signature/Title

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

Pursuant to the provisions of section 607.0501, Florida Statutes, 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: GUEDESTAR, IMPORT-EXPORT
AGENCY, INC.

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

JACQUES R. DOS NASCIMENTO.
(NAME)
3084 SW 27 AVE # 33
(P.O. BOX NOT ACCEPTABLE)
MIAMI FLORIDA. 33133
(CITY/STATE/ZIP)

SIGNATURE

[Signature]
(corporate officer)

TITLE

DATE

01-05-95

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

[Signature]

DATE

01-05-95

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REGISTERED AGENT FILING FEE: \$35.00

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DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
409 EAST GAINES STREET
TALLAHASSEE, FL 32399

FAX: (904) 922-4000

FROM: CONTINENTAL STAMP & SEAL
8744 SW 133 STREET

MIAMI, FL 33176-5929000

CONTACT: JENNIFER BENSCH

PHONE: (305) 232-2226

FAX: (305) 238-6422

((H95000001588)))

DOCUMENT TYPE: BASIC AMENDMENT

NAME: GUEDESTAR IMPORT EXPORT REP., INC.

FAX AUDIT NUMBER: H95000001588

DATE REQUESTED: 02/08/1995

CERTIFIED COPIES: 0

NUMBER OF PAGES: 2

ESTIMATED CHARGE: \$43.75

CURRENT STATUS: REQUESTED

TIME REQUESTED: 10:51 A.M.

CERTIFICATE OF STATE: 1

METHOD OF DELIVERY: FAX

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FLORIDA DEPARTMENT OF STATE

Sandra B. Moslham
Secretary of State

February 9, 1995

GVEDESTAR IMPORT EXPORT REP., INC.
3084 SW 27TH AVENUE STE. 33
MIAMI, FL 33133

SUBJECT: GVEDESTAR IMPORT EXPORT REP., INC.
REF: P95000002594

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

If shareholder approval was not required, a statement to that effect must be contained in the document.

Please return 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 (904) 487-6908.

Tawana McClellan
Corporate Specialist

FAX Aud. #: H95000001588
Letter Number: 895A00005670

Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

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DIVISION OF CORPORATIONS

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95 FEB -9 AM 11:53

BASIC AMENDMENT TO THE
ARTICLE OF INCORPORATION
OF

GVEDESTAR IMPORT EXPORT REP., INC.

The amendment shall be a name change from Gvedestar Import Export Rep., Inc. to Guedestar Import Export Rep., Inc.

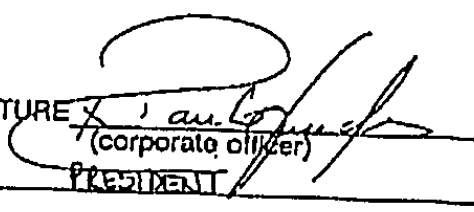
This amendment is approved by the sole incorporator, Paulo Roberto Guedes and a shareholder approval was not required.

The document number to this corporation is P95000002594.

The undersigned as executed this Amendment to the Articles of Incorporation on this 8th day of February, 1995.

Name: Paulo Roberto Guedes

SIGNATURE


(corporate officer)

TITLE

PRESIDENT

H95000001588

JENNIFER BENSCH
CONTINENTAL STAMP & SEAL
8744 S.W. 133 STREET
MIAMI, FL 33176-5929
(305) 232-2276