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TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
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NAME: CALEB TRADING CORPORATION
FAX AUDIT NUMBER: H95000000951
DATE REQUESTED: 01/24/1995
CERTIFIED COPIES: 1
NUMBER OF PAGES: 6
ESTIMATED CHARGE: \$122.50

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
CURRENT STATUS: REQUESTED
TIME REQUESTED: 13:58:08
CERTIFICATE OF STATUS: 0
METHOD OF DELIVERY: FAX
ACCOUNT NUMBER: 072450003255

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**ARTICLES OF INCORPORATION OF
CALEB TRADING CORPORATION**

ARTICLE I.

NAME

The Name of the Corporation is **CALEB TRADING CORPORATION**

ARTICLE II.

TERM OF CORPORATE EXISTENCE

The Corporation shall exist perpetually unless dissolved according to law and such existence shall commence at the time of the filing of these Articles of Incorporation by the Department of State.

ARTICLE III.

PERMITTED ACTIVITY

The Corporation shall engage in any activity of business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV.

AUTHORIZED SHARES

The aggregate number of shares which the Corporation shall have authority to issue is 1,000 common shares with par value of \$1.00.

ARTICLE V.

PREEMPTIVE RIGHTS DENIED

No holder of any shares of the Corporation shall have any preemptive right to purchase, subscribe for or otherwise acquire any shares of the Corporation of any class now or hereafter authorized, or any securities, exchangeable for or convertible into such shares, or any warrants or any instruments evidencing rights or options to subscribe for, purchase, or otherwise acquire such shares.

Stewart Martin, Esq.
444 Brickell Avenue, Suite 300
Miami, FL 33131
Phone (305) 358-5000
Fla. Bar No. 153444

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**ARTICLE VI
PRINCIPAL OFFICE**

The address of the principal office and mailing address of the Corporation is 9020 SW 93 Avenue - Miami, Florida 33176.

**ARTICLE VII
REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation is 12004 SW 117 Terrace - Miami, Florida 33186. The name of the initial registered agent to this Corporation at that address is Otavio Avesani Neto.

**ARTICLE VIII
DIRECTORS**

The business of the Corporation shall be managed by a Board of Directors consisting of not fewer than one person, the exact number to be determined from time to time in accordance with the By-Laws.

The name and address of the first board of directors who shall serve until the first annual meeting of shareholders or until his successors are elected and qualified shall be:

NAME

Otavio Avesani

President

Miriam Rosana P. R. A. Avesani

Secretary

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**ARTICLE IX
SUBSCRIBER**

The name and address of the person signing the Articles is: Otavio Avesani, 12004 SW 117 Terrace, Miami, Florida 33186.

**ARTICLE X
INDEMNIFICATION**

The Corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

IN WITNESS WHEREOF, the undersigned, subscriber, has executed these Articles of Incorporation this January 24, 1995.


Otavio Avesani

STATE OF FLORIDA)
COUNTY OF DADH)

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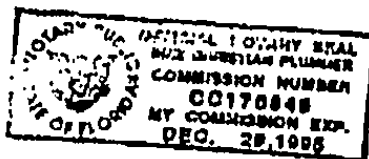
I HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, Otavio Avezani, well known to me to be the person who executed the foregoing instrument and acknowledged before me that he executed the same freely and voluntarily for the uses and purposes therein set forth and expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal on this January 24, 1995.

[Signature]

NOTARY PUBLIC, State of
Florida at Large

My Commission Expires:



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**CERTIFICATE DESIGNATING REGISTERED PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED**

Pursuant to the provisions of section 607.0501, Florida Statutes, the following is submitted,
in compliance with said Act;

That CALEB TRADING CORPORATION desiring to organize under the laws of the State
of Florida with its principal office, as indicated in the Articles of Incorporation at the City of Miami,
County of Dade, State of Florida, has named Otavio AVESANI, located at 12004 SW 117 Terrace,
Miami, Florida 33186 as its Registered Agent to accept service of process within this State.

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 of 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

Otavio Avesani

DATE:

January 24, 1995

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