

REGISTRATION INFORMATION
SERVICES, INC.
1201 HAYS STREET
TALLAHASSEE, FL 32310
904-222-9171
904-222-0191 FAX

800-342-8086

CSC networks

MAIL TO:
P.O. Box 5028
TALLAHASSEE, FL 32314

ACCOUNT NO. : 072100000032

REFERENCE : 529061 9267A

AUTHORIZATION :

Patricia Pyzdek

COST LIMIT : 9 122.50

FILED
95 JAN 24 11:19 AM
TALLAHASSEE

ORDER DATE : January 23, 1995

ORDER TIME : 10:19 AM

ORDER NO. : 529061

CUSTOMER NO: 9267A

9000001 387819

CUSTOMER: Wm. Middlethon, Jr., Esq
WILLIAM R. MIDDELTHON, JR., ESQ

5th Floor, Coconut Grove Bank
2701 South Bayshore Drive
Miami, FL 33133-5387

DOMESTIC FILING

P95000006332

NAME: THREE STAR TRADING OF MIAMI,
INC.

XZXX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

Tm
1-25-95
02/A

RECEIVED
95 JAN 24 AM 11:24
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION
OF
THREE STAR TRADING OF MIAMI, INC.

FILED
95 JAN 24 11 13 12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

THREE STAR TRADING OF MIAMI, INC.

The address of the principal office of this corporation shall be 2952 South Miami Avenue, Miami, Florida 33129, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Nays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Information Services, Inc.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have four Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Paul H. Stevens Dir.	2952 South Miami Avenue Miami, Florida 33129
Manuel Antonio Calatayud Dir.	Same
Carmen Stevens Dir.	Same
Maria Calatayud Dir.	Same

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Paul H. Stevens Pres.	2952 South Miami Avenue Miami, Florida 33129
Manuel Antonio Calatayud V.Pres.	Same
Carmen Stevens Treas.	Same
Maria Calatayud Sec.	Same

ARTICLE VIII. INCORPORATOR


The name and street address of the incorporator to these Articles of Incorporation:

Corporation Information Services, Inc.
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Information Services, Inc., has hereunto set their hand and seal of Corporation Information Services, Inc., on January 24, 1995.

CORPORATION INFORMATION SERVICES, INC.

By:


Its Agent, Karen B. Rozar

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95 JAN 25 10 10 AM
FALLA

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Information Services, Inc., a Florida corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION INFORMATION SERVICES, INC.

By: Karen B. Rozar
Its Agent, Karen B. Rozar

KBR/dks

CORPORATION IS
SERVICES, INC.
1201 HANCOCK STREET
TALLAHASSEE, FL 32310
904-222-9171
904-222-0191

esc networks

MAIL TO:
P.O. Box 5820
TALLAHASSEE, FL 32314

ACCOUNT NO. : 072100000032

REFERENCE : 529061 9267A

AUTHORIZATION : *Patricia Pzyto*

COST LIMIT : \$ 35.00

ORDER DATE : January 23, 1995

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ORDER TIME : 2:33 PM

ORDER NO. : 529061

CUSTOMER NO: 9267A

CUSTOMER: Wm. Middlethor, Jr., Esq
William R. Middlethor, Jr., esq
5th Floor, Coconut Grove Bank
2701 South Bayshore Drive
Miami, FL 33133-5387

DOMESTIC AMENDMENT FILING

NAME: THREE STAR TRADING OF MIAMI,
INC.

XXXX ARTICLES OF AMENDMENT
____ RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XXX PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS:

FILED
TALLAHASSEE, FLORIDA

1995 JAN 12 PM 1:12

FILED

FILED
1995 JAN 30 PM 1:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION

ARTICLE III and VI of the Articles of Incorporation of
THREE STAR TRADING OF MIAMI, INC. shall be amended to read as
follows:

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock of the corporation
that may be issued is one-hundred (100) consisting of two (2)
voting common shares of \$1.00 par value and ninety-eight (98)
nonvoting common shares of \$1.00 par value. Each class of
shares shall be identical in all respects, except that the
nonvoting shares shall carry no right to vote for the election
of directors of the corporation, and no right to vote on any
matter presented to the shareholders for their vote or approval
except only as the laws of the State require that voting be
granted to such non-voting shares.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under
the authority of, and the business and affairs of the
corporation managed under the direction of its Board of
Directors, subject to any limitation set forth in these

Articles of Incorporation. This corporation shall have two Directors. The names and addresses of the members of the Board of Directors are:

Paul H. Stevens	2952 South Miami Avenue
Dir.	Miami, Florida 33129

Manuel Antonio Calatayud	Same
Dir.	

All other paragraphs and articles of the Articles of Incorporation shall remain unchanged.

The foregoing amendment was adopted by the Incorporator without shareholder action because shareholder action was not required.

The foregoing amendment was adopted on the 30th day of January, 1995.

Corporation Information Services, Inc.

Gail Shelby
BY: Its Incorporator, Gail Shelby