

Charter Number Only

P950000/2832

2-14-95
Requestor's Name Nicolas Cardenas

Address 782 NW LeJeune Rd. #1434

City Miami State FL ZIP 33126 Phone 448 3323

DATE
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****122.50 ****122.50

CORPORATION(S) NAME

Sweet BARRA Import & Export, Inc.



EMPIRE Toll Free: 1-800-432-3028

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> NonProfit	<input type="checkbox"/> Dissolution	<input type="checkbox"/> Mark
<input type="checkbox"/> Foreign	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Reservation	<input type="checkbox"/> Change of Registered Agent
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Photo Copies	<input type="checkbox"/> Certificate Under Seal
<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Alter 4:30
<input type="checkbox"/> Call If Problem	<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Mail Out
<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up	

Name
Availability
Document
Examiner
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Acknowledgment
W.P. Verifier

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ARTICLES OF INCORPORATION
SWEET DARRA IMPORT & EXPORT, INC.

FILED
55 FEB 15 PM 11 15

We, the undersigned, in order to form a corporation under and pursuant to the provisions of the Laws of Florida for the purposes set forth below, hereby subscribe to these Articles of Incorporation.

I

The name of the corporation shall be SWEET DARRA IMPORT & EXPORT, INC.

II

The purposes and general nature of the business to be conducted and transacted by the corporation shall be as follows:

A. To do and transact any and all business as permitted under the laws of the State of Florida and the United States of America.

B. To purchase for investment and resale, and to traffic in land, property, houses and buildings and other property of any nature. To create, sell, and deal in freehold and leasehold ground rents. To make advances upon the security of land or houses or other property. To deal in any manner with real and personal property.

C. To draw, make, accept, endorse, discount, execute, and issue promissory notes, bills of exchange, and other negotiable instruments, including bonds, debentures, or other obligations of this corporation, whether secured by mortgage pledge, or otherwise, or unsecured, for money borrowed, or in payment for property purchased or acquired, or for other lawful objects.

D. To guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of the shares of capital stock, or any bonds, securities, or other evidences of indebtedness, to exercise all of the rights, powers and privileges of ownership, including the right to vote according to the rights of said instruments and agreements.

E. To purchase, hold, sell and transfer shares of its own capital stock; subject, however, to such limitations as may be provided by law; and provided further that shares of its own capital stock owned by the corporation shall not be voted upon directly or indirectly nor counted as outstanding for the purpose of any stockholder's quorum or vote.

PAGE TWO

Without limiting any of the purposes, powers and objects of this corporation, it is expressly declared and provide that this corporation shall have power in carrying on its own business, or for the purpose of accomplishment of any of the purposes or attainment of the objects hereinabove specified, to make and perform contracts of any kind and description and to do any and all other acts and things, and to exercise any and all powers, either as principal, agent or broker, conferred by the Laws of Florida upon corporations, and which a partnership or natural person could do and exercise, and which now or hereafter may be authorized by law.

III

The number of shares of stock that this corporation is authorized to have outstanding at any time is Five Thousand shares of \$1.00 par value each.

IV

The existence of this corporation shall be perpetual.

V

The principal office of this corporation shall be:
7301 N.W. 12th Street, Miami, Florida 33126.

VI

This corporation shall have two 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.

VII

The name and addresse of the first Board of Director, who shall, subject to these Articles of Incorporation, By-Laws, and the laws of the State of Florida, hold office for the first year of the corporation's existence, or until their successors shall have been elected and qualified, is as follows:

ADILSON OBELARD DOS SANTOS BAPTISTA and ANA LUCIA G. DE BRITO

VIII

The Registered Agent and the registered office for this corporation are: ADILSON OBELARD DOS SANTOS BAPTISTA
7301 N.W. 12th Street, FL 33126

PAGE THREE

IX

The officers of the corporation until the first meeting of the corporation Board of Directors, or until successors are elected, shall be:

ADILSON OBELARD DOS SANTOS BAPTISTA, President/Treasurer

ANA LUCIA G. DE BRITO, Vice-President/Secretary

X

This corporation shall be initially governed by the stockholders, notwithstanding other provisions of these Articles of Incorporation. At the discretion of the initial sole stockholder or the successor of all shares of the stockholder, or when there are two or more stockholders owning stock in the corporation, at a meeting held for that purpose, stockholders may elect to operate with a Board of Directors and officers as provided elsewhere in these Articles of Incorporation. At such time there shall be elected a minimum of three directors who shall hold office for one year after their election or until their successors are elected or appointed and have qualified. The stockholders shall also elect such persons to fill the offices of: PRESIDENT, VICE PRESIDENT, SECRETARY, TREASURER, and such other offices as are permitted by the By-Laws of the corporation. The officers shall serve for one year after their election or until their successors are elected or appointed and have qualified. The manner and form of electing or appointing officers and directors shall be set out in the By-Laws.

XI

ARTICLES V. VOTING RIGHTS

Each holder of par value common stock shall at every meeting of the stockholders be entitled to one vote for each share of the par value common stock of the corporation standing in his name at the time of the close of the transfer book before such meeting or as otherwise provided by law.

XII

PREEMPTIVE RIGHTS

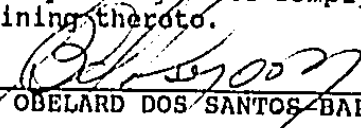
Each stockholder shall have preemptive rights. Every stockholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rate share at the price at which it is offered to others.

PAGE FOUR

XII

ACKNOWLEDGEMENT AND CONSENT OF REGISTERED AGENT

Having been made initial Registered Agent to accept service of process of the corporation at the initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of the law pertaining thereto.


ADILSON OBELARD DOS SANTOS BAPTISTA

XIV

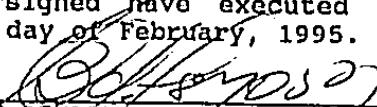
INCORPORATOR

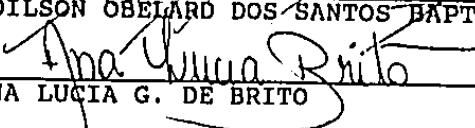
The names and addresses of the persons signing these Articles are:

ADILSON OBELARD DOS SANTOS BAPTISTA, 7301 N.W. 12th Street, Miami, FL 33126

ANA LUCIA G. DE BRITO, 7301 N.W. 12th Street, Miami, FL 33126

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation this 14th day of February, 1995.

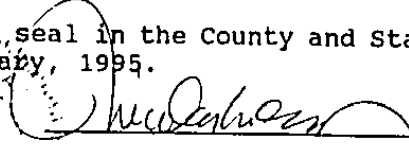

ADILSON OBELARD DOS SANTOS BAPTISTA


ANA LUCIA G. DE BRITO

STATE OF FLORIDA,
COUNTY OF DADE ,

I HEREBY CERTIFY that on this day personally appeared before me an officer duly authorized to administer oaths and take acknowledgements, ADILSON OBELARD DOS SANTOS BAPTISTA and ANA LUCIA G. DE BRITO, to me known to be the persons described in and who executed the foregoing instrument and they acknowledged before me that they executed the same freely and voluntarily for the purpose therein expressed. ADILSON OBELARD DOS SANTOS BAPTISTA is personally known to me or has produced _____ as identification. ANA LUCIA G. DE BRITO is personally known to me or has produced _____ as identification.

WITNESS my hand and official seal in the County and State last aforesaid this 14th day of February, 1995.


(Print;
NOTARY PUBLIC STATE OF FLORIDA

P95000012832
M. A. MARTIN & ASSOCIATES, P.A.

MAUREL A. MARTIN*

RENÉE ADWAR
EMILIO O. CHAVEZ

JOWA HACHAZEL, OF COUNSEL**

* ADMITTED IN FLORIDA AND NEPAIN

** ADMITTED ONLY IN
NEW YORK AND MASSACHUSETTS

SUITE 030
640 BRICKELL AVENUE
MIAMI, FLORIDA 33131
TELEPHONE (305) 374-4422
FAX (305) 630-9950

November 6, 1995

Attention: Amendment Section
Division of Corporations
P.O. BOX 6327
Tallahassee, Florida 32314

RE: Sweet Barra Import & Export, Inc.
Sweet Barra Auto Parts, Inc.

200001635022
-11/14/95--01031--014
*****70.00 *****35.00

To whom it may concern:

Enclosed herein please find the following documentation, along with (2) checks in the amounts of \$35.00 each for filing fees:

- (1) Articles of Amendment to Articles of Incorporation of Sweet Barra Import & Export, Inc.
- (2) Articles of Amendment to Articles of Incorporation of Sweet Barra Auto Parts, Inc.
- (3) Minutes of Special Meeting of Shareholders, Officers and Board of Directors of Sweet Barra Import & Export, Inc.
- (4) Minutes of Special Meeting of Shareholders, Officers and Board of Directors of Sweet Barra Auto Parts, Inc.
- (5) Assignment of Subscription of Sweet Barra Auto Parts, Inc.
- (6) Assignment of Subscription of Sweet Barra Import & Export, Inc.

Our office is representing these corporations. Therefore, if there is any additional information needed please contact our office and any confirmations with regard to these amendments should be sent to us as well.

Sincerely,

Renee Adwar
Renee Adwar, Esq.
For the Firm.

Amended

RJA/bf

SH DEC - 4 1995

95 NOV 30 PM 12:46
SECRET
DIVISION
CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 17, 1995

Renee Adwar
M.A. Martin & Associates, P.A.
848 Brickell Ave., Suite 830
Miami, FL 33131

SUBJECT: SWEET BARRA IMPORT & EXPORT, INC.
Ref. Number: P95000012832

We have received your document for SWEET BARRA IMPORT & EXPORT, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date of adoption of each amendment must be included 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.

Steven Harris
Corporate Specialist

Letter Number: 295A00051045

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

SWEET BARRA IMPORT & EXPORT, INC.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

ARTICLE VII:

The name and address of the Board of Director is:

President/Secretary/Treasurer:

Candida Virginia Ribeiro 7301 N.W. 12 St. Miami, FL 33126

ARTICLE VIII:

The name and address of the registered agent is:

Candida Virginia Ribeiro 7301 N.W. 12th St. Miami, FL 33126

I accept the duties and obligation to act as registered agent


Candida Virginia Ribeiro

The name and address of the shareholder is:

Candida Virginia Ribeiro 100% of the shares

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

95 NOV 30 PM 12:46

RECORDED
STATE
OFFICE OF
CORPORATIONS

MINUTES OF SPECIAL MEETING OF SHAREHOLDERS, OFFICERS AND BOARD OF
DIRECTORS OF SWEET BARRA IMPORT E EXPORT, INC

A meeting of the officers, directors and stockholders of SWEET BARRA IMPORT E EXPORT, INC. was held on August 21, 1995 at 8:00 p.m.

ANA LUCIA G. DE BRITO, Secretary of the corporation, called the meeting to order. Present were: ADILSON OBELARD DOS SANTOS BAPTISTA, ANA LUCIA G. DE BRITO, and CANDIDA VIRGÍNIA RIBEIRO

ANA LUCIA G. DE BRITO announced that the purpose of the meeting was to accept her resignation as well as ADILSON OBELARD DOS SANTOS BAPTISTA as corporate officers and member of the board of directors of SWEET BARRA IMPORT E EXPORT, INC. located at 7301 N.W. 12th Street, Miami, FL 33126 transfer to:

CANDIDA VIRGÍNIA RIBEIRO, 100% = 5,000 SHARES
President, Vice-President, Treasurer & Secretary

The following resolution was unanimously adopted:

"RESOLVED that the agreement of transfer of all subscribed stock of shares as proposed is hereby ratified and affirmed in every respect and the office of the corporation are hereby authorized and empowered to execute all documents necessary to consummate the transaction as set forth in said agreement."

There being no further business to come before the meeting, the same was adjourned.

Candida Virgínia Ribeiro
CANDIDA VIRGÍNIA RIBEIRO

Adilson Obelard dos Santos Baptista
ADILSON OBELARD DOS SANTOS BAPTISTA

Ana Lucia G. de Brito
ANA LUCIA G. DE BRITO

Virgínia Ribeiro, Adilson Obelard dos Santos Baptista e Ana Lucia G. de Brito
Attest: *[Signature]*

Sworn to and subscribed before me this
25th of SEPTEMBER of 1995

Nicolas Cardenas
Nicolas Cardenas, Notary Public
State of Florida, at large

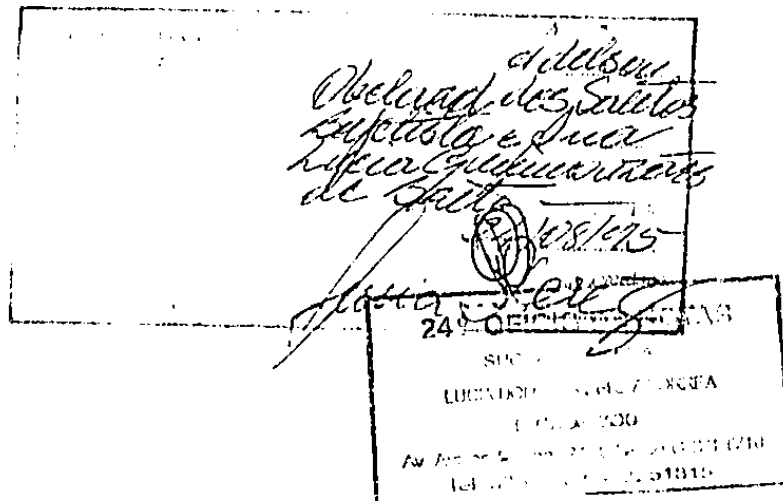
ASSIGNMENT OF SUBSCRIPTION OF
'SWEET BARRA IMPORT E EXPORT, INC.'

We hereby assign to CANDIDA VIRGINIA RIBEIRO all of our rights to subscribe to the share of the capital stock of the above named corporation organized under the laws of the State of Florida, which we have acquired either by being an incorporator of the above named corporation, a subscriber to the Articles of Incorporation or a subscriber to the capital stock of the above named corporation.

EXECUTED: 26 Sept 95, 1995.

Adilson Obelard dos Santos Baptista
ADILSON OBELARD DOS SANTOS BAPTISTA

Ana Lucia G. de Brito
ANA LUCIA G. DE BRITO



Sworn to and subscribed before me this
25th of SEPTEMBER of 1995.

Nicolas Cardenas
Nicolas Cardenas, Notary Public
State of Florida, at large

THIRD: The date of each amendment's adoption: August 21, 1995.

FOURTH: Adoption of Amendment(s) (check one)


- ☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____."
(voting group)

- ☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 22 day of September, 19 95.

Signature 
(By the Chairman or Vice Chairman of the Board of Directors,
President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Candida Virginia Ribeiro

Typed or printed name

President/Secretary/Treasurer

Title