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

NAME: EMERALD CORPORATE KIT COMPANY  
1402 W. FLAGLER ST  
SUITE 200  
MIAMI FL 33135  
L 33136-  
CONTACT: RAY STORMONT  
PHONE: (305) 541-3634  
FAX: (305) 541-3770

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.  
NAME: U.S. COLON EXPORT CORPORATION  
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## ARTICLES OF INCORPORATION

OF

### U.S. COLON EXPORT CORPORATION

The undersigned, competent to contract, for the purpose of forming a corporation for profit under the laws of the State of Florida, hereby makes and subscribes the following Articles of Incorporation

#### ARTICLE I. NAME AND MAILING ADDRESS

The name and mailing address of the corporation is:

U.S. COLON EXPORT CORPORATION  
7400 NW 7 Street, Suite 105  
Miami, Florida 33126

#### ARTICLE II. NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is:

To engage in, conduct and carry on the business of export services; and to engage in any other business activity permitted under the laws of the United States and of the State of Florida, all for pecuniary gain; except that the corporation is not to conduct a banking, safe deposit, trust insurance, surety, express, railroad, canal, telegraph and telephone or cemetery company, a building and loan association, a mutual fire insurance association, a cooperative association, a fraternal benefit society, a state fair or an exposition.

#### ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is Ten Thousand (10,000) shares of common stock of this corporation with a par value of One Dollar (\$1.00) per share.

Prepared by:  
Ronaldo R. Figueras, CPA  
12515 W. Kendall Dr., Ste. 304  
Miami, FL 33186  
(305) 598-8887

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#### ARTICLE IV. REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation in the State of Florida is:

7400 NW 7 Street, Suite 105  
Miami, Florida 33126

and same of the corporation's initial Registered/Resident Agent at such address is WILLIAM RODRIGUEZ HIRSCH

The board of Directors may from time to time move the registered office to any other place in Florida, or designate another Registered/Resident Agent.

#### ARTICLE V. 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 Bylaws, but shall never be less than one (1) Director.

#### ARTICLE VI. INITIAL DIRECTORS

The name and street address of the member of the first Board of Directors of the corporation is:

WILLIAM RODRIGUEZ HIRSCH  
7400 NW 7 Street, Suite 105  
Miami, Florida 33126

Y. ELIAS ABBOUD  
7400 NW 7 Street, Suite 105  
Miami, Florida 33126

#### ARTICLE VII. INCORPORATOR

The name and street address of the incorporator and subscriber of these Articles is:

WILLIAM RODRIGUEZ HIRSCH  
7400 NW 7 Street, Suite 105  
Miami, Florida 33126

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## ARTICLE VIII. CORPORATE POWERS

This corporation shall have, without limitation, any and all powers allowable under the present and future laws of the State of Florida, and in addition to, but not in limitation of, the general powers conferred by law, this corporation shall, to the extent not prohibited by law or by these articles, have the power to make any purely accommodation guaranty, endorsement or contract or suretyship and to secure the same by mortgage, deed to secure debt, deed to trust, pledge, creation of a security interest in, or other encumbrance of, all or any of its property, franchises and income; and the Board of Directors of this corporation may, from time to time and at its discretion, distribute to the shareholders of this corporation, out of the capital surplus of the corporation, any portion of the corporation's assets.

## ARTICLE IX. INDEMNIFICATION

The corporation may indemnify and hold harmless its Directors, officers, employees, agents or former Directors, officers, employees, agents or other persons, to the full extent of its rights and powers to do so, as provided by the present and future laws of the State of Florida.

## ARTICLE X. TERM

The time at which the existence of this corporation shall begin shall be the time at which these Articles are subscribed below, provided that the same are filed with the Department of State of Florida within the time period allowed for such filing, under Florida Statute Section 607.167, and if such Articles are not received for filing within said allowable time period, then this corporation's existence shall begin at the time at which these Articles are filed with the Department of State of Florida.

## ARTICLE XI. MISCELLANEOUS

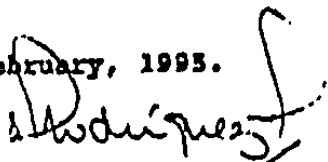
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, and any right of the stockholders of this corporation is subject to this reservation.

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The initial Bylaws of this corporation shall be adopted by the Directors. The Bylaws may be amended from time to time by either the stockholders or the Directors, but the Directors may not alter or amend any Bylaw adopted by the stockholders.

Subscribed this 03rd day of February, 1995.

  
William Rodriguez Hirsch

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ACCEPTANCE OF REGISTERED/RESIDENT AGENT

Having been designated to accept service of process for the above-stated corporation, at the place set forth herein above, I hereby accept such designation and agree to act in such capacity and to comply with all provisions of Section 48.091, Florida Statutes.

*William Rodriguez*

WILLIAM RODRIGUEZ HIRSH

DATED the 3rd day of February, 1995.

FILED

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TALLAHASSEE, FLORIDA

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U.S. KOLON EXPORT LTD. CO.

7400 N.W. 7TH STREET, SUITE 105  
MIRAGE, FLORIDA 33126-2907, USA

TEL: (305) 265-0440  
FAX: (305) 265-0430

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June 13, 1996

Florida Department Of State  
Division Of Corporations  
Annual report Section  
P.O. Box 6327  
Tallahassee, FL 32314

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-06/19/96--01015--003  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Gentlemen,

In January 1996, we received the 1996 Profit Corporation Annual Report, for U.S. COLON EXPORT CORPORATION which was duly completed and mailed to you along with the \$200.00 filing fee (see attachment I & II). Recently, we received the Limited Liability Company Annual Report For U.S. KOLON EXPORT LIMITED LIABILITY COMPANY (see attachment III). Apparently, there was a confusion at the beginning of the incorporation of the company. In order to clarify this situation, we have dissolved U.S. COLON EXPORT CORPORATION. Enclosed is our check for \$35.00, filing fee, for said purpose. Also, we are forwarding the ARTICLE OF DISSOLUTION duly completed.

Please if you have any question in reference to the above matter do not hesitate to call me at (305)265-0440 or fax me at (305)265-0430

Sincerely,

*George B. Samaan*  
George B. Samaan  
Vice President

*OK*  
*995000013136*  
*FL Div*  
*6-19-96*

*APPROVED*  
*FILED*  
*6/19/96*

## ARTICLES OF DISSOLUTION

*Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:*

FIRST: The name of the corporation is: U. S. COLON EXPORT CORPORATION

SECOND: The date dissolution was authorized: June 4, 1996

THIRD: Adoption of Dissolution (CHECK ONE)

☒ Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

☐ Dissolution was approved by vote of the shareholders through voting groups.

*The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:*

The number of votes cast for dissolution was sufficient for approval by

\_\_\_\_\_  
(voting group)

Signed this 11 day of JUNE, 1996

Signature

George B. Samaan v. p.  
(By the Chairman or Vice Chairman of the Board, President, or other officer)

GEORGE SAMAN

(Typed or printed name)

VICE PRESIDENT

(Title)

SECTION 607.1403  
FLO. STAT. FLEED

JUN 13 1996

APPROVED  
FILED