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FLORIDA DIVISION OF COMPORATIONS

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PUBLIC ACCESS SYSTEM ELECTRONIC FILING COVER SHEET (((H95000002229)))

TO: DIVISION OF CORPORATIONS FROM: FAS-T CORP. AGENTS, INC. DEPARTMENT OF STATE

8405 NW SERD ST

SUITE C-100

MIAMI FL 33166-

CONTACT: LIDIA FERNANDEZ PHONE: (305) 599-0839

FAX: (904) 922-4000 (((H95000002229)))

FAX: (305) 592-9591

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: LATINA TRADING, INC.

FAX AUDIT NUMBER: H95000002229

CURRENT STATUS: REQUESTED

DATE REQUESTED: 02/24/1995

TIME REQUESTED: 13:49:30

CERTIFIED COPIES: 1

STATE OF FLORIDA

409 EAST GAINES STREET

TALLAHASSEE, FL 32399

CERTIFICATE OF STATUS: @

NUMBER OF PAGES: 5

METHOD OF DELIVERY FAX

ESTIMATED CHARGE: \$122.50

ACCOUNT NUMBER: 071001002335

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document. (((H95000002229)))

** ENTER 'M' FOR MENU. **

2/24/95

FLORIDA DIVISION OF CORPORATIONS FUBLIC ACCESS SYSTEM ELECTRONIC PROCESSING MENU

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SECRETARY OF STATE
TALLAHASSEE, FLORID

ARTICLES
OF INCORPORATION OF
LATINA TRADING, INC.

We, the undersigned, hereby associate together for the purpose of becoming a corporation under the Laws of the State of Florida, by and under the provision of the Laws of said State providing for the information, liabilities, rights, privileges and immunities of a corporation for profit.

ARTICLE I NAME, ADDRESS AND AGENT

The name of this corporation shall be: LATINA TRADING, INC. and after referred to as the corporation). Its Principal office shall be located at: 1200 WEST AVE / 1104 NIANI BEACH, FLORIDA 33139 its registered agent shall be: HERNAN JAVIER CARBALLO

ARTICLE II NATURE OF BUSINESS

ARTICLE III CAPITAL STOCK

The capital stock of the Corporation upon commencing business operations shall consist of ONE HUNDRED (100) Shares of \$ 10.00 dollars per value for incorporation purposes, each share

Prepared by: Hernan Javier Carballo 1200 West Ave. # 1104 Miami Beach, Fl 33139

(305) 672-8087

will have a nominal value set at TEN DOLLARS (\$10.00) per share as consideration. Said shares of common stock to have \$10.00 as per value, all shares to be issued fully paid and non assessable, The capital sotck of this Corporation may be paid in lawfull money of the U.S.A. in property, labor or services at a fair and just valuation to be fixed by the stockholder or by the Board of directors. Determination of just value fixed by the Board of Directors is to be conclusive proof of said value.

ARTICLE IV INITIAL CAPITAL

The amount of capital with which the Corporation shall begin business shall be not less than ONE THOUSAND DOLLARS (1000.00)

ARTICLE V TERM OF EXISTENCE

The Corporation shall have perpetual existence. - - - - - - -

ARTICLE VI BOARD OF DIRECTORS

The Board of Directors shall consist or not less than (1) Persons.

ARTICLE VII INITIAL DIRECTORS AND OFFICERS

The name and address of the first Board of Director who subject to the provisions of these articles of Incorportion, the By-laws and the act of the Legislature approved June 1, 1925, and the acts ammendatory thereto, shall hold office for the first year of the corporation's existence, or until their succesors are elected and shall have qualified are the following.

NAME

ADDRESS

TITLE

HERNAN JAVIER CARBALLO 1200 WEST AVE. #1104 MIAMI BEACH, FL 33139

PRESIDENT

H9500c :02229

ARTICLE VIII SUBSCRIBERS

NAME

TITLE

SHARES

HERNAN JAVIER CARBALLO

PRESIDENT SECRETARY

-1001-

Article ix by-laws

The regulation of the business and the conduct of the affair of the corporation and the provision creating and limiting the power of the corporation, the directors and the stockholders or any class of stockholders of the corporation, shall be controlled by the By-Laws which shall be adopted by stockgholders of the corporation as soon as practicable after the corporation shall be formed shich said By-Laws may from time to time and whenever be necessary by ammended by the Board of Directors of the Corporation IN WITNESS WHEREOF, The undersigned have made and signed these of incorporation at Miami, Florida County of Dade.

WITNESS:

HERMAN JAVIER CARBALLO

PRESIDENT

STATE OF FLORIDA)
COUNTY OF DADE) S.S.

I, HEREBY CERTIFY that on this day FEBRUARY 22, 1995 before me personally appeared the undersigned authority: HERNAN JAVIER CARBALLO PRESIDENT AND SECRETARY -respectively to me well known to be the person and subscriber and who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal, at Miami, County of Dade, State of Plorida.

YOUANDA JARANILIO

YOLANDA JARAMILLO Stata of Florido & Comm. Erp. Aug. 29, 1998 Comm. FOC 130150

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 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:

LATINA TRADING, INC.

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

HERNAN JAVIER CARBALLO 1200 WEST AVE #1104 MIAMI BEACH, FLORIDA 33139

Signature:

HERNÁN JAYZÉR CARBALLO

President

HAVING BEEN NAMED AS REGISTERED ANGENT 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 PURTHER AGREE TO COMPLEE WITH THE PROVISIONS AF ALL STATUTES RELATING TO THE PRO PERT AND COMPLETE PERFORMANCE OF MY DUTIES AND I AM PAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT

> HERNAN JAVIER CARE Registered Agent LAHASSE HERNAN JAVIER CARPAGIO

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H95000002229

P95000015691

Miami, March 13,1995

SECRETARY OF STATE DIVISION OF CORPORATIONS P.O.BOX 6327 TALLAHASSEE, FLORIDA 32314

Gentlemen:

Enclosed please find ch., in the amount of \$ 35.00 dollars and the two copies of the amendment of Articles of Incorporation of: LATINA TRADING, INC.

Please send the amendment to:

Y & A Professional Service, Inc. 4995 N.W. 72 AVE SUITE #201 Miami, Florida 33166

Sincerely yours:

Yolanda Jaramillo

Accountant

60000143336 -03/17/95--01090--012 *****35.00 *****35.00

FILED
1995 APR 10 AM 9: 39
SECKETARY OF STATE
TAILAHASSEE, FLORIDA

Name Change LFJ 4-12-95

* 989,502,6114

Y & A PROFESSIONAL SERVICE, INC. BUSINESS ACCOUNTANT & CONSULTANTS

Miami, April 3, 1995

Secretary of State
Division of Corporation
P.O. Box 6327
Tallahassee, Fl. 32314

Gentlemen:

Enclose please find the two copies of Amedment of Articles of Incorporation of LATINA TRADING, INC., which we sent you on March 13/94, together with the payment of \$ 35. dollars, and it was not registered because the name that we took, was taken by someone else.

That is why we are sending this amendment for the same corporation, but with a different name: INTERCITY TRADING, INC.

If there are any questions, please contact us.

Sincerely yours:

Yolanda jaramillo

Accountant.

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1995 APR 10 AM 9: 39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

March 23, 1995

Yolanda Jaramillo % Y & A PROFESSIONAL SERVICES, INC. 4995 NW 72nd Avenue, Suite #201 Miami, FL 33166

SUBJECT: LATINA TRADING, INC. Ref. Number: P95000015691



We have received your document for LATINA TRADING, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6910.

Louise Flemming-Jackson Corporate Specialist Supervisor

Letter Number: 595A00013230

RECEIVED

STAFA TO AIT 5: 37

SEGRETARY OF STAFE
AND ANIESSOF FLORIDA

FIRST CERTIFICATE OF ADMENDMENT

OF

1995 APR 10 AM 9: 39

FILED

ARTICLES OF INCORPORATION OF

SECRETARY OF STATE TALLAHASSEE, FLORIDA

LATINA TRADING, INC.

All the Stockholders of LATINA TRADING, INC. a Florida Corporation under it's corporate seal and the hands of it's President HERNAN J. CARBALLO, hereby certify as follows:

CLAUSE 1

That all the Shareholders of LATINA TRADING, INC. in response to a call and notice of meeting, held on Marzo 31,1995 at 1200 WEST AVE #104. Miami Beach, Florida 33139, the place of the principal office and the Registered office, at which meeting all the shareholders were present, that a resolution was unanimously approved and adopted amending Articles of Incorporation to read as follows:

ARTICLE I NAME, ADDRESS AND AGENT

On motion duly made, the name of this corporation was changed to: -----

INTERCITY TRADING, INC.

It's principal office shall be located at: 1200 WEST AVE #104. Miami Beach, Florida 33139 it's registered agent shall be: HERNAN J. CARBALLO
The capital stock of the corporation consist of 100 shares of \$ 10.00 dollars per value.

NAME AND ADDRESS

TITLE

SHARES

HERNAN J. CARBALLO 1200 WEAT AVE #104. PRESIDENT SECRETARY

- 100 %-

MIAMI BEACH FL. 33139

IN WITNESS WHEREOF, the corporation has caused this admendment to the Articles of Incorporation to be executed for it, and its name by its President, and attested by its secretary both of whom have the full power and instructions and authority to do so, and its corporate seal to be here unto affixed, on this day Marzo 31,1995 at Miami, Florida.

INTERCITY TRADING, INC.

a Florida Corporation

HERNAN J. CARBALLO President

STATE OF FLORIDA)

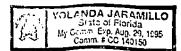
) S.S.

COUNTY OF DADE)

I HEREBY CERTIFY That on this day Marzo 31, 1995, before me personally appeared the undersigned authority HERNAN J. CARBALLO PRESIDENT of INTERCITY TRADING, INC.. and she acknowleges that she executed the foregoing amendment to Articles of Incorporation after having been duly authorized to do so.

WITNESS my hand and official seal, at Miami, Florida County of Dade.

NOTARY PUBLIC



P95000015691

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Please sent me papers to close this corporation.

I OPEN THIS AS AN ACCOUNTANT INSTRUCTION, BUT I WANT TO CHANGE IT

TO A FICTITIOUS NAME. TO START OPERATING
PLEASE SENT ME THE FORMS YO MY ADDRESS

MAIL FORMS TO:

HERMAN

ABBALL

JAVIER GARBALLO

1200 WEST AVE# 1104

MIAMI BEACH, FLA. 33139

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ARTICLES OF DISSOLUTION

OINISTONETARY OF STATE

Pursuant to 607.1401, Florida Statutes, the undersigned corporation submits the following articles of dissolution:

FIRST:	The name of the corporation is
SECOND:	The articles of incorporation were filed on 2/24/9-
THIRD:	(check one)
	None of the corporation's shares have been issued.
	The corporation has not commenced business.
FOURTH:	No debt of the corporation remains unpaid.
FIFTH:	The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued.
SIXTH:	Adoption of Dissolution (check one)
	A majority of the incorporators authorized the dissolution.
	A majority of the directors authorized the dissolution.
Sign	ded this
	(An incorporator if adopted by the incorporators or by the chairman of vice chairman of the board, president, or other officer if adopted by the directors)
	(Typed or printed name)
	Part of the Trans