

195000016702

ANTONIO MARTINS
600 NE 36 STREET # 1402
MIAMI FL 33137
TEL (305) 576-7066

FILED STATE
SECRETARY OF CORPORATIONS
9 FEB 27 PM 1:54

Secretary of State
Division of Corporations
The Old Jail
409 East Gains Street
Tallahassee, Florida 32399

20000114174722
-02/23/05--01101--000
*****70.00 *****70.00

RE: Incorporation of: A.C. MARTINS, INC.

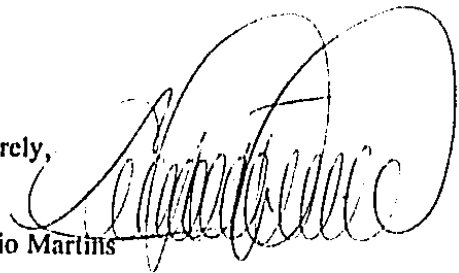
Dear sir or madam:

Enclosed is an original and one copy of Articles of Corporation for The above-referenced corporation, along with a check of \$70.00 for the necessary filing fee. Please file these Articles of Incorporation and return to us a stamped copy showing the date of filing of said Articles.

Thank you for your attention to this matter.

Sincerely,

Antonio Martins



SPC

ARTICLES OF INCORPORATION

OF

A.C. MARTINS, INC.

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FILED
SECRETARY OF STATE
CORPORATION

The undersigned incorporator of this Corporation under Chapter 607, Florida Statutes, as amended, adopts the following Articles of Incorporation.

ARTICLE I

The name of this Corporation is: A.C. MARTINS, Inc.

ARTICLE II

The principal place of business and mailing address of this corporation shall be: 600 NE 36 STRRET SUITE 1402
MIAMI FL 33137

ARTICLE III

The general purposes for which the Corporation is organized are the following: 1) to conduct an import and export business; 2) to engage in and transact any lawful business for which corporation Act, and to do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

ARTICLE IV

The maximum number of shares which this corporation is authorized to have outstanding at any time is 1,000 shares of common stock having a par value of \$1.00 per share. The Board of Directors may authorize the issuance of such stock to such persons upon such terms and for such consideration as it may deem appropriate. The consideration may include money or other property, which property shall be received at just valuation to be fixed by the Board of Directors of this Corporation.

ARTICLE V

The initial registered office of this Corporation shall be c/o Antonio Carlos Martins, 600 NE 36 St. #1402, Miami FL 33137, and the initial registered agent of this Corporation at such office shall be Antonio Carlos Martins who, by signing these Articles of Incorporation, accepts the designation and agrees to comply with the provisions of Sections 48.091 Florida Statutes (1987) as amended from time to time with respect to keeping an office open for service of process.

ARTICLE VI

The initial Board of Directors shall consist of 2 members. The number of directors may be increased or decreased from time to time by vote of the stockholders, but in no case shall the number of directors be less than two nor more than five.

ARTICLE VII

The names and addresses of the directors constituting the initial Board of Directors are:

Antonio Carlos Martins	600 NE 36 St. # 1402 Miami, Florida 33137
Ana Claudia Martins	600 NE 36 St. # 1402 Miami, Florida 33137

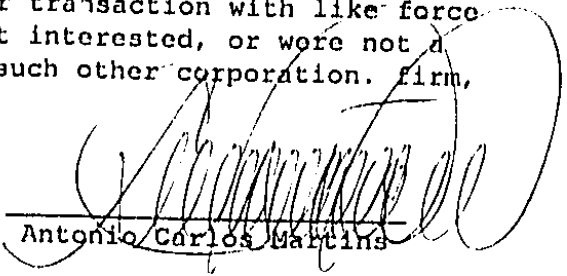
ARTICLE VIII

The name and the street address of the subscriber to the Articles of Incorporation is:

Name	Address
Antonio Carlos Martins	600 NE 36 St. # 1402 Miami FL 33137

ARTICLE IX

In the absence of fraud, no contract or other transaction between this Corporation and any other person, corporation, firm, association or partnership shall be affected or invalidated by the fact that any director or officer of this Corporation is pecuniarily or otherwise interested therein. Any director may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation for the purpose of authorizing any such contract or transaction with like force and effect as if he she were not interested, or were not a director, member or officer of such other corporation, firm, association or partnership

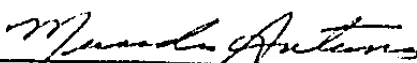


Antonio Carlos Martins

STATE OF FLORIDA)

COUNTY OF DADE)

The foregoing Articles of Incorporation of A.C. Martins, Inc. were acknowledged before me this Feb of 24, 1995, by Antonio Carlos Martins as subscriber.


NOTARY PUBLIC, STATE OF FLORIDA

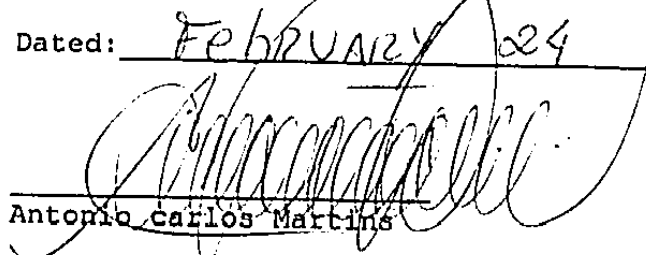
My commission Expires:

OFFICIAL NOTARY SEAL
MERCEDES ANTUNES
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC273977
MY COMMISSION EXP. APR. 4, 1997

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for A.C. Martins, Inc. at the place designated in the foregoing Articles of Incorporation, Antonio Carlos Martins agrees to act in this capacity and agrees to comply with the provisions of Section 48.091, Florida Statutes (1987) relative to keeping open an office.

Dated: FEBRUARY 24, 1995


Antonio Carlos Martins

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DIVISION OF CORPORATIONS
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