

P95000016878

ATTN:
GUSTAVO L. MARINELLO

Requestor's Name

1020 - 94 St. #401

Address W-305-866-2423

Bay Harbor Island, Fl. PH#:305-864-9354

State ZIP Phone

33154

CORPORATION(S) NAME

B & K TRADING, INC.

VALIDATION ONLY

*****1-41-2001**
*****01063-000
*****12301-4444122.00

Please register at your earliest convenience. I have enclosed a check for \$122.50. Should you have any questions please call me at 305-866-2424.

Gustavo Marinello

Certified Copy Requested - Thank you

EFFECTIVE DATE

<input checked="" type="checkbox"/> Profit	FEB 20 1995	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> NonProfit		<input type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Mark	<input type="checkbox"/> Other
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Reservation	<input type="checkbox"/> Change of Registered Agent	
<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Photo Copies	<input type="checkbox"/> Certificate Under Seal	
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30	
<input type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input type="checkbox"/> Pick Up	<input type="checkbox"/> Mail Out

Name

Availability

Document

minor

31

002 07 01 2001

EFFECTIVE DATE

FEB 20 1995

ARTICLES OF INCORPORATION OF

B & K TRADING, INC.

ARTICLE I- NAME

The name of this corporation shall be:

B & K TRADING, INC. Located at 245 S.E. first Street #402
Miami, Florida 33131

ARTICLE II - DURATION

This corporation is to exist perpetually. It shall commence its existence upon the signing of these Articles of Incorporation by the initial subscribers.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all business permitted under the laws of the United States of America and the laws of the state of Florida.

ARTICLE IV CAPITAL STOCK

This corporation is authorized to issue ONE HUNDRED SHARES (100) at par value each of \$5.00 (Five dollars Par Value).

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, 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 rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

article vi- Initial registered Office And Agent

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

245 S.E. First Street #402- Miami, FL. 33131

SEFEB 27 PM 2:30

ARTICLE VI (Continued)

and the name of the initial registered agent of this corporation at that address is:

KID SACRAMENTO LEITAO 245 S.E. 1st Street #402
Miami, Fl. 33131

Article vii-

INITIAL BOARD OF DIRECTORS

This corporation shall have (2) Directors initially.

The number of Directors may be increased or diminished from time to time in such manner as may be proscribed by the by-laws but shall never be less than one (1).

ARTICLE VIII INITIAL DIRECTORS

THE NAME AND STREET ADDRESS OF EACH MEMBER OF THE INITIAL BOARD OF DIRECTORS OF THIS CORPORATION ARE:

<u>NAME</u>	<u>ADDRESS</u>
Beliza Inez Ruiz	245 S.E. First Street #402 Miami, Fl. 33131
Kid Sacramento Leitao	245 S.E. First Street #402 Miami, Fl. 33131

ARTICLE IX- INDEMNIFICATION

THE CORPORATION SHALL INDEMNIFY AND HOLD HARMLESS EACH PERSON WHO SHALL SERVE AT ANY TIME HEREAFTER AS A DIRECTOR OR OFFICER OF THE CORPORATION, AND ANY PERSON WHO SERVES AT THE REQUEST OF THIS CORPORATION, FROM AND AGAINST ANY AND ALL CLAIMS AND LIABILITIES TO WHICH SUCH PERSON SHALL BECOME SUBJECT BY REASON OF HIS HAVING HERETOFORE OR HEREAFTER BEING A DIRECTOR OR OFFICER OF THE CORPORATION, OR BY REASON OF ANY ACTIONED ALLEGED ALLEGED TO HAVE BEEN HERETOFORE OR HEREAFTER TAKEN OR OMITTED BY HIM AS SUCH DIRECTOR OR OFFICER, AND SHALL REIMBURSE EACH SUCH PERSON FOR ALL LEGAL AND OTHER EXPENSES PROVIDED THAT NO PERSON SHALL BE INDEMNIFIED AGAINST, OR BE REIMBURSED FOR ANY EXPENSES INCURRED IN CONNECTION WITH ANY CLAIM OR LIABILITY AS TO WHICH IT SHALL BE ADJUDGED THAT SUCH OFFICER OR DIRECTOR IS LIABLE FOR NEGLIGENCE OR WILLFUL MISCONDUCT IN THE PERFORMANCE OF HIS DUTIES.

THE RIGHTS ACCRUING TO ANY PERSON UNDER THE FOREGOING PROVISIONS SHALL NOT EXCLUDE ANY OTHER RIGHT TO WHICH HE MAY BE LAWFULLY ENTITLED NOR SHALL ANYTHING HEREIN CONTAINED RESTRICT THE RIGHT OF THE CORPORATION TO INDEMNIFY OR REIMBURSE SUCH PERSON IN ANY PROPER CASE EVEN THOUGH NOT SPECIALLY HEREIN PROVIDED FOR.

ARTICLE X - REMOVAL OF DIRECTORS

ANY DIRECTION OF THE ENTIRE BOARD OF DIRECTORS MAY BE REMOVED WITH OR WITHOUT CAUSE, BY A VOTE OF THE HOLDERS OF A MAJORITY OF THE SHARES THEN ENTITLED TO VOTE AT AN ELECTION OF DIRECTORS, AT A SPECIAL MEETING OF SHAREHOLDERS, CALLED EXPRESSLY FOR THAT PURPOSE.

ARTICLE XI - INCORPORATORS

The name and street address of each subscriber of these Articles of Incorporation are:

Deliza Inez Ruiz

245 S.E. First Street #402
Miami, Florida 33131

Kid Sacramento Leitao

245 S.E. First Street # 402
Miami, Florida 33131

ARTICLE XII- BY LAWS

The power to adopt, alter amend, or repeal By laws shall be vested in the Board of Directors. By-laws adopted by the Board of Directors may be repealed or changed and new By-laws may be adopted by the shareholders, and the shareholders may prescribe in any By-law shall not be altered, amended, or repealed by the Board of Directors.

ARTICLE XIII - POWERS

This corporation shall have the power necessary or convenient to effect its purpose as enumerated in the Florida General Corporation act.

All corporate powers shall be exercised by or under the authority of , and the business and affairs of this corporation shall be managed under the direction of the Board of Directors.

article xiv- AMMENDMENT

These Articles of Incorporation may be ammended in the manno provided by law. Every ammendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholder meeting by majority vote of the stock entitled to vote threoon.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation 20 day of Feb 1995.

Beliza Inez Ruiz

Beliza Inez Ruiz
245 S.. First St #402 Miami, FL

Kid Sacramento Leitao

Kid Sacramento Leitao
245 S.E. First St. 402
Miami, FL. 33131

STATE OF FLORIDA

County of Dade

SS

BEFORE, a Notary Public authorized to take acknowledgements in the state and county set forth above , personally appeared
BELIZA INEZ RUIZ AND KID SACRAMENTO LEITAO

known to me and known by me to be the persons who executed the foregoing articles of incorporation, and they acknowlege before me that they subscribed these Articles of Incorporation.

In witness whereof, I have hereunto set my hand and affixed my official seal, in the state and country aforesaid, this
20 day of Feb 5 199 .

Gustavo M. M. M. M.



GUSTAVO J. L. MARINELLO
My Commission CG269303
Expires Mar 19, 1997
Bonded By HAI
800-422-1555

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE
SERVED.

In pursuance of chapter 48.091, Florida Statutes, the following
is submitted, in compliance with said act:

First --That B & K TRADING, INC. _____
desiring to organize under the laws of the State of Florida _____
with its principal office, as indicated in the Articles of Incorpora-
tion at City of Miami County of DADE _____
State of FLORIDA has named KID SACRAMENTO LEITAO _____
located at . 245 S.E. First Street #402- Miami, FL _____
33131

CITY OF Miami COUNTY OF Dade DADE

State of Florida, as its agent to accept service of process within
this state.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED RESIDENT AGENT)

Having been named to accept service for the above stated
corporation, at place designated in this certificate, I hereby
accept to act in this capacity, and agree to comply with the
provision of said Act relative to keeping open said office.

By *Kid Sacramento Leitao*
(resident Agent)

KID SACRAMENTO LEITAO
245 S.E. First Street #402
Miami, Florida 33131

95 FEB 27 PM 2:00