

**P95000017351**

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(((H95000002440))) PUBLIC FILING SYSTEM  
ELECTRONIC FILING COVER SHEET  
TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY  
DEPARTMENT OF STATE 1492 W FLAGLER ST  
STATE OF FLORIDA SUITE 200  
409 EAST GAINES STREET MIAMI FL 33136-  
TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT  
PHONE: (305) 541-3094  
FAX: (305) 541-3770  
FAX: (904) 922-4000  
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.  
NAME: STAR FLY TRADING, CORP.  
FAX AUDIT NUMBER: H95000002440  
DATE REQUESTED: 03/02/1996  
CERTIFIED COPIES: 1  
NUMBER OF PAGES: 6  
ESTIMATED CHARGE: \$122.60  
CURRENT STATUS: REQUESTED  
TIME REQUESTED: 11:20:64  
CERTIFICATE OF STATUS: 0  
METHOD OF DELIVERY: FAX  
ACCOUNT NUMBER: 072450003265

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(((H95000002440)))  
\*\* ENTER 'M' FOR MENU. \*\*  
ENTER SELECTION AND <CR>:  
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NUM Connect: 00:14:3

FILED  
95 MAR -2 PM 2:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

5-2

03/02/1996

H 9500000 2440

Prepared by:

H A L Business Legal  
141 N.E. 3rd Ave #206  
Miami-FL 33132

305-373-6211  
Elyne Becklinger

(5)

ARTICLES OF INCORPORATION OF  
STAR FLY TRADING, CORP.

ARTICLE I - NAME

The name of this corporation is: STAR FLY TRADING, CORP. with the principal place of business located at:

3360 NW 72nd Avenue, Miami, FL. 33122

ARTICLE II - PURPOSE

This corporation shall have perpetual existence and may engage in any and all lawful business under the laws of the United States and the State of Florida.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of one dollar par (\$1.00) per value common stock.

ARTICLE IV - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash or any new common stock of this corporation, shall have the right to purchase their pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V - INITIAL REGISTERED OFFICE

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

3360 NW 72nd Avenue, Miami, FL. 33122

The name of the initial Registered Agent of this corporation is:  
CARLOS SALLES

H 9500000 2440

H 9500000 2440

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have 03 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 (1). The initial directors of this corporation are:

JEFFERSON PIERRE DE MELLO	President
CARLOS BALLEB	Vice President
PAOLA NOVAB YOSHIDA	Secretary / Treasurer

ARTICLE VII - INCORPORATOR

The name and address of the person signing this article is:

CARLOS BALLEB	6949 Abbott Ave. suite 04, Miami Beach, FL. 33141
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ARTICLE VIII - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officers or directors to the full extent permitted by law.

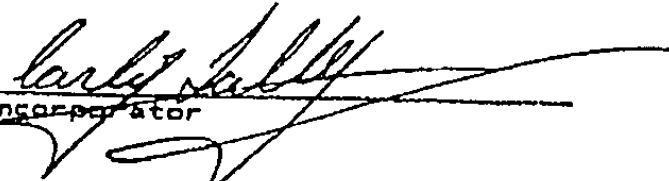
ARTICLE IX - MANAGEMENT OF CORPORATION BY SHAREHOLDERS

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 director of, shareholders of this corporation.

ARTICLE X - BY LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the Shareholder.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 28th day of February of 1995.

  
Incorporator

H 9500000 2440

H 9500000 2440

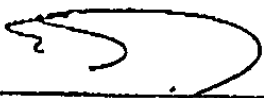
STATE OF FLORIDA)  
COUNTY OF DADE )

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared

CARLOS SALLES

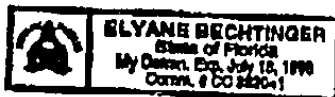
known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed same.

IN WITNESS WHEREOF, I have hereunder set my hand and affixed my official seal, in the state and county aforesaid this 28th day of February, 1995.



NOTARY PUBLIC  
STATE OF FLORIDA AT LARGE

My commission expires:



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H 9500000 24#0

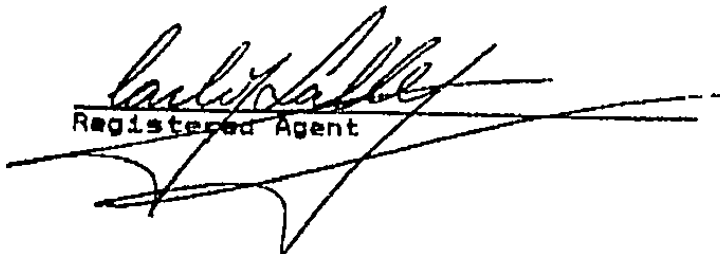
CERTIFICATE DESIGNATING THE ADDRESS AND AN  
AGENT UPON WHOM PROCESS MAY BE SERVED

WITNESSETH:

That STAR FLY TRADING, CORP. desiring to organize under the laws of the State of Florida, which will have its principal office in the County of Dade, State of Florida, has appointed CARLOS BALLEB, as its agent to accept service of process within the state.

ACKNOWLEDGEMENT:

Having been named by the first Board of Directors of STAR FLY TRADING, CORP. to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in the capacity of Registered Agent for said corporation, and agree to comply with the applicable provision of the Florida Statutes, this 28th day of February, 1995.

  
Registered Agent

FILED  
95 MAR -2 PM 2:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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0 P95000017351

((H95000013528))

PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS  
DEPARTMENT OF STATE  
STATE OF FLORIDA  
400 EAST GAINES STREET  
TALLAHASSEE, FL 32399

FROM: EMPIRE CORPORATE KIT COMPANY  
1492 W FLAGLER ST  
SUITE 200  
MIAMI FL 33135-

FAX: (904) 922-4000

CONTACT: RAY STORMONT  
PHONE: (305) 541-3094  
FAX: (305) 541-3770

((H95000013528))

DOCUMENT TYPE: BASIC AMENDMENT

NAME: STAR FLY TRADING, CORP.

FAX AUDIT NUMBER: H95000013528

CURRENT STATUS: REQUESTED

DATE REQUESTED: 12/01/1995

TIME REQUESTED: 15:00:00

CERTIFIED COPIES: 0

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 3

METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$35.00

ACCOUNT NUMBER: 072450003255

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NUM CAPS Connect: 00:05:4

*(Signature)*

RECEIVED

95 DEC -5 AM 7:53

RECEIVED

FILED  
95 DEC -5 PM 12:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

December 4, 1995

STAR FLY TRADING, CORP.  
3360 N.W. 72ND AVENUE  
MIAMI, FL 33122

SUBJECT: STAR FLY TRADING, CORP.  
REF: P95000017351

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The current name of the entity is as referenced above. Please correct your document accordingly.

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) 487-6902.

Linda Stitt  
Corporate Specialist

FAX Aud. #: H95000013528  
Letter Number: 995A00052665

H95000013528

B&L BUSINESS LEGAL  
141 NE 3rd AVE, # 206  
Miami, FL 33132  
(305) 878-6211  
GIL UBIETA

②

FILED

95 DEC -5 PM 12:56

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT**  
**TO**  
**ARTICLES OF INCORPORATION**  
**OF**  
**STAR FLY TRADING CORP.**

P95000017351

PURSUANT TO THE PROVISIONS OF SELECTION 607.106, FLORIDA STATUTES, THE  
UNDERSIGNED CORPORATION ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION:

**FIRST:**

**AMENDMENT ADOPTED:**

1 - THE NEW DIRECTOR AND OFFICER OF STAR FLY TRADING CORP.

WILL BE:

**MR. CARLOS SALLES**

**WHO WILL ASSUME THE FOLLOWING POSITIONS:**

**PRESIDENT  
VICE PRESIDENT  
SECRETARY  
TREASURER**

**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:

**THIRD:**

THE DATE OF EACH AMENDMENT'S ADOPTION: NOVEMBER / 27 / 1995.

**FOURTH:**

**ADOPTIONS OF AMENDMENTS:**

X THE AMENDMENT(S) WAS/WERE ADOPTED BY THE INCORPORATORS OR BOARD OF  
DIRECTORS WITHOUT SHAREHOLDER ACTION AND SHAREHOLDER ACTION WAS NOT  
REQUIRED.

    THE AMENDMENT(S) WAS/WERE APPROVED BY THE SHAREHOLDERS. THE NUMBER  
OF VOTES CAST FOR THE AMENDMENT(S) WAS/WERE SUFFICIENT FOR THE APPROVAL.

    THE AMENDMENT(S) WAS/WERE APPROVED BY THE SHAREHOLDERS THROUGH  
VOTING GROUPS.

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(THE FOLLOWING STATEMENT MUST BE SEPARATELY APPROVED FOR EACH VOTING 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)

SIGNED THIS 27th DAY OF NOVEMBER, 1995.

STAR FLY TRADING CORP.

BY \_\_\_\_\_

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

Typed or printed name: JEFFERSON PIERRE DE MELLO

Title: PRESIDENT DIRECTOR

H95000013528

P95000017351

EFFECTIVE IMMEDIATELY

DATE: 06/10/96  
TO: IRS, FLA DEPT OF REV. DIV OF CORPS.  
FROM: STAR FLY TRADING, CORP.  
  
REF.: CHANGE OF ADDRESS  
FEIN.: 65-0559608  
TAX ID NO.: 23-08-439019-78  
CORPORATE NO.: P95000017351

AS OF THE DATE REFERENCED ABOVE, OUR NEW BUSINESS AND  
MAILING LOCATION WILL BE:

7311 NORTH WEST 12TH STREET

SUITE NO. 12

MIAMI, FLORIDA 33126

PHONE: (305)594-6505  
FAX: (305)594-6502

PLEASE REMEMBER TO UPDATE YOU RECORDS ACCORDINGLY THANK YOU  
FOR YOUR TIME AND ATTENTION IN REGARDS TO THIS MATTER.

CORDIALLY,

CARLOS SALLES  
DIRECTOR

*updated I.R 6/17/96  
sent R/A info*

CC: FILE