

P95000018326

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

FROM: EMPIRE CORPORATE KIT COMPANY
1492 W FLAGLER ST
SUITE 200
MIAMI FL 33135-
CONTACT: RAY STORMONT
PHONE: (305) 541-3694
FAX: (305) 541-3770

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: I.V.C. IMP. & EXP., INC.
FAX AUDIT NUMBER: H95000002575
DATE REQUESTED: 03/06/1995
CERTIFIED COPIES: 1
NUMBER OF PAGES: 5
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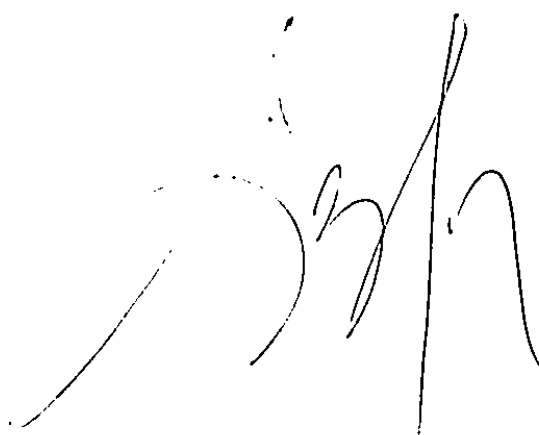
CURRENT STATUS: REQUESTED
TIME REQUESTED: 16:44:07
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55 MAR -7 PM 3:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



31:3 W 4-1-95

CELESTINE

PREPARED BY:

B & L BUSINESS LEGAL INC.
141 NW 3 RD # 206
MIAMI FL 33132
(305) 373.6211

Elyane Bechtlinger

ARTICLES OF INCORPORATION OF

I.V.C. IMP. & EXP., INC.

ARTICLE I - NAME

The name of this corporation is: I.V.C. IMP. & EXP.,
the principal place of business located at:

100 Kings Point Drive suite 1107
North Miami Beach, FL. 33160

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) par 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:

100 Kings Point Drive suite 1107
North Miami Beach, FL. 33160

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

Victor Ricardo Cunha

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have 02 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:

Igor Rogerio Cunha
Victor Ricardo Cunha

President / Treasurer
Vice President / Secretary

ARTICLE VII - INCORPORATOR

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

VICTOR RICARDO CUNHA

141 NE 3rd Ave. suite 206,
Miami, FL. 33132

ARTICLE VIII - INDEMNIFICATION

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

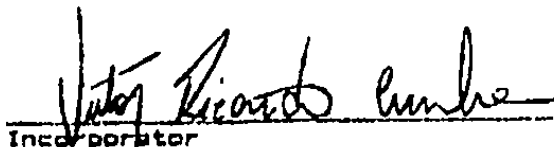
ARTICLE IX - MANAGEMENT OF CORPORATION BY SHAREHOLDERS

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 06th day of March of 1995.


Incorporator

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CERTIFICATE DESIGNATING THE ADDRESSEE AND AN

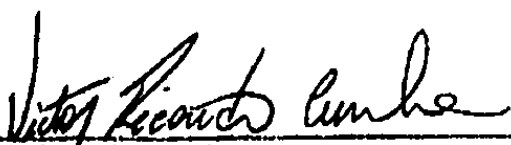
AGENT UPON WHOM PROCESS MAY BE SERVED

WITNESSETH:

That I.V.C. Imp. & Exp., Inc. 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 VICTOR RICARDO CUNHA, as its agent to accept service of process within the state.

ACKNOWLEDGEMENT:

Having been named by the first Board of Directors of VICTOR RICARDO CUNHA 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 06th day of March, 1995.


Registered Agent

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MAR-06-1995 1714Z FROM EMPINE

TO DIV CORP ELT FI P.39

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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

VICTOR RICARDO CUNHA

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 06th day of March, 1995.


NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

My commission expires:



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95 MAR -7 PM 3:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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