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March 28, 1995

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Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: Articles of Incorporation
Imperial Purchasing and Export, Inc.

Dear Sir/Madame:

Enclosed please find a check in the amount of \$122.50 to cover the costs of filing, certifying and providing the Charter for the attached Articles of Incorporation for Imperial Purchasing and Export, Inc.

Also, enclosed is an additional copy of the articles for certification and a self-addressed, stamped, envelope so that you may return the certified copy and charter to me.

Thank you for your anticipated prompt attention.

Very truly yours,

Maria T. Gonzalez

Maria Tojeiro Gonzalez

/mtg

Enclosures

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ARTICLES OF INCORPORATION
OF

IMPERIAL PURCHASING AND EXPORT, INC.

We/I, the undersigned incorporator(s) to these Articles of Incorporation, a Florida corporation, hereby form(s) a corporation under the laws of the State of Florida.

ARTICLE I. CORPORATE NAME

The name of this corporation is IMPERIAL PURCHASING AND EXPORT, INC.

ARTICLE II. PRINCIPAL PLACE OF BUSINESS

The principal place of business of this corporation is Suite #1628, Two Datran Center, 9130 S. Dadeland Boulevard, Miami, Florida, 33156.

ARTICLE III. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

The corporation shall, further, be authorized to purchase and resell goods for export to other countries.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is Three Hundred (300) shares of common stock having a par value of \$0.00 dollars per share.

Shares may be issued only for a consideration having value, in the judgment of the Board of Directors, at least equivalent to the full par value of the stock to be issued. All shares issues shall be fully paid and nonassessable.

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ARTICLE V. TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI. REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the initial Registered Office of this corporation in the State of Florida shall be Henry M. Knoblock, Esq., Suite #1628, Two Datran Center, 9130 S. Dadeland Boulevard, Miami, Florida, 33156.

The Board of Directors may, from time to time, move the Registered Office to any other address in the State of Florida.

ARTICLE VII. BOARD OF DIRECTORS

This corporation shall have three (3) director(s) initially. The number of directors may be increased or diminished from time to time by By-laws adopted by the stockholders, but shall never be less than three (3).

ARTICLE VIII. INITIAL DIRECTORS

The name of the initial director(s) of this Corporation and their street address is:

Henry M. Knoblock	President	Suite 1628, Two Datran Center 9130 South Dadeland Boulevard Miami, Florida 33156
Betsy Knoblock	Vice-President	Suite #1628, Two Datran Center 9130 South Dadeland Boulevard Miami, Florida 33156
Maria Tojeiro Gonzalez	Secretary/ Treasurer	Suite #1628, Two Datran Center 9130 South Dadeland Boulevard Miami, Florida 33156

The person(s) named as initial director(s) shall hold office for the first year of existence of this Corporation or until his/her/their successor(s) is elected or appointed and has qualified, whichever occurs first.

ARTICLE IX. INCORPORATORS

The name(s) and street address of the incorporator(s) signing these Articles of Incorporation is/are:

Henry M. Knoblock	100 shares
Betsy Knoblock	100 shares
Maria Tojeiro Gonzalez	100 shares

ARTICLE X. CONFLICT OF INTEREST

No contract between this Corporation and another corporation or another individual shall be invalidated by reason of the fact that one or more of the officers or directors of this Corporation are officers or directors of the said other corporation, or by reason of the fact that one or more of the officers or directors of this Corporation may be the other individual or individuals contracting with this Corporation.

ARTICLE XI. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at the stockholders' meeting by at least a majority of the stock entitled to vote thereon, unless all of the directors and all

of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.


ARTICLE XII. SHAREHOLDER LIABILITY

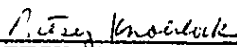
The private property of the shareholders shall not be subject to the payment of the Corporate debts to any extent whatsoever.

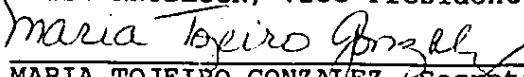
ARTICLE IX. INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law for such acts of the officer or director, or former officer or director, while acting on behalf of the Corporation.

IN WITNESS WHEREOF, the undersigned as Incorporator(s) has/have executed the foregoing Articles of Incorporation as of the 28th day of MARCH, 1995.


HENRY M. KNOBLOCK, President


BETSY KNOBLOCK, Vice-President


MARIA TOJEIRO GONZALEZ, Secretary
Treasurer


STATE OF FLORIDA

COUNTY OF DADE

BEFORE ME, a Notary Public, personally appeared HENRY M. KNOBLOCK, BETSY KNOBLOCK, and MARIA TOJEIRO GONZALEZ, who are (✓) personally known to me to be; () has/have provided identification demonstrating that she is the person(s) described as

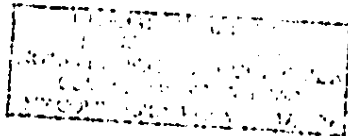
Incorporator(s) and who executed the foregoing Articles of Incorporation, and acknowledged before me that she/he/they subscribed to these Articles of Incorporation.

25th WITNESS my hand and official seal at Miami, Florida, this day of March, 1995.



NOTARY PUBLIC, State of Florida
at Large

MY COMMISSION EXPIRES:



**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE 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: Imperial Purchasing and Export, Inc.
2. The name and address of the registered agent and office is:

Henry M. Knoblock, Esq.
Suite #1628, Two Datan Center
9130 S. Dadeland Boulevard
Miami, Florida 33156

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointments as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Henry M. Knoblock

Date: 3/28/95

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