



P95000029339

151 MAJORCA AVENUE SUITE C CORAL GABLES, FLORIDA 33134

TEL: (305) 444-8333
FAX: (305) 444-8334

March 22, 1995

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

RECEIVED
MAR 23 1995
STATE DEPT

Re: L. & L. TRADING, INC.

Dear Sirs:

We are enclosing the following:

- 1) Articles of Incorporation of the subject company, duly executed
- 2) Check for \$122.50 covering:

Filing fee	\$ 35.00
Certified copy	52.50
Registered Agent Designation	35.00

	\$122.50
	=====

Thank you for your assistance.

Very truly yours,

Francisco J. Fernandez

900001448098
-03/29/95--01088--020
****122.50 ****122.50

encs.

W95-7083



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 31, 1995

FRANCISCO FERNANDEZ
151 MAJORCA AVE.
SUITE C
CORAL GABLES, FL 33134

SUBJECT: L. & L. TRADING, INC.
Ref. Number: W95000007083

We have received your document for L. & L. TRADING, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6903.

Nancy Hendricks
Corporate Specialist

Letter Number: 695A00014739

CERTIFICATE OF INCORPORATION
OF
THREE L'S TRADING, INC.

FILED
95 APR 13 11 53 37
SECRET
TALL

The undersigned hereby subscribes this Certificate of Incorporation for the purpose of forming a corporation under the laws of the State of Florida, subject to the following provisions:

ARTICLE ONE

The name of the corporation shall be
THREE L'S TRADING, INC.

ARTICLE TWO

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE THREE

The maximum number of shares of stock which the corporation will have outstanding at any time shall be 500 shares of common stock of \$1.00 par value per share. All or any part of the capital stock may be paid for either in lawful monies of the United States of America, or in services, at a true valuation thereof.

ARTICLE FOUR

The corporation shall begin business with a minimum capital in the amount of \$500.00 (five hundred and 00/100 dollars).

ARTICLE FIVE

This Corporation shall have perpetual existence.

ARTICLE SIX

Initially the principal office of the corporation shall be located at 151 Majorca Avenue, Suite C, Coral Gables, FL 33134. Other offices for the transaction of business may be located wherever the Directors may deem necessary or expedient.

ARTICLE SEVEN

The business of the corporation shall be managed by a Board of Directors, whose members need not be stockholders of the corporation. Originally there will be three directors. The number of directors, not less than one, shall be fixed by resolution of the stockholders at any regular or special meeting, subject to the manner of holding such meetings prescribed by the by laws.

ARTICLE EIGHT

The names and post office addresses of the members of the first Board of Directors and officers who shall hold office for the first year of existence of the Corporation or until their successors are elected or appointed and have qualified are as follows:

BOARD OF DIRECTORS

Leon Herszon Filho
Director-Chairman

Lin Hung Cha
Director-Secretary

Paulo Mauricio G. Lobo
Director

151 Majorca Avenue, # C
Coral Gables, FL 33134

ARTICLE NINE

The names and post office addresses of the officers of this corporation are:

Leon Herszon Filho
President

Lin Hung Cha
Vice-President

Paulo Mauricio G. Lobo
Treasurer

151 Majorca Avenue, # C
Coral Gables, FL 33134

ARTICLE TEN

The name and post office address of each subscriber to these Articles of Incorporation are:

Francisco J. Fernandez
151 Majorca Avenue
Coral Gables, FL 33134

ARTICLE ELEVEN

This corporation shall have full power to carry on and transact each or all of the businesses enumerated in Article Two of this Certificate, and shall have all the general and additional powers now and hereafter conferred upon it by law.

ARTICLE TWELVE

This corporation shall have the power to issue the whole or any part, determined by the Board of Directors, of the shares of the capital stock as partly said, subject to call thereon until the whole thereof shall have been paid.

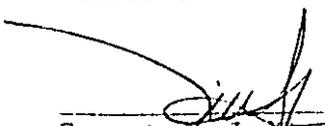
ARTICLE THIRTEEN

Upon election of a Board of Directors by the stockholders such Board shall manage the business affairs of this corporation without the necessity of further authority from the stockholders, except as the by-laws of the Board of Directors provide. All holders of common stock shall have the same rights whether their shares be fully or partially paid unless otherwise determined by the Board of Directors at or before the time of issuance thereof.

ARTICLE FOURTEEN

This corporation shall designate Gabriel Prats, with offices located at 151 Majorca Ave. Coral Gables, Florida, 33134 as its duly authorized registered agent to be in charge of the Corporate Registered Office as required by state law.

IN WITNESS WHEREOF, the undersigned incorporators have hereunto set their hand and affixed their seal on this seventh day of April of 1995.



Francisco J. Fernandez

FILED
95 APR 13 11 23 37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

In pursuance of Chapter 49.091, Florida Statutes, the following is submitted, in compliance with said act:

THREE L'S TRADING, INC desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation as the city of Miami, County of Dade, State of Florida has named GABRIEL PRATS with offices at 151 Majorca Ave., Coral Gables, Florida

Having been named to accept service of process for the above stated corporation, at the 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.



GABRIEL PRATS

STATE OF FLORIDA)

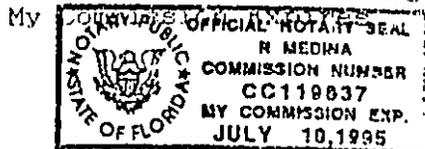
COUNTY OF DADE)

BEFORE ME, the undersigned authority, duly authorized to administer oaths and take acknowledgments, personally appeared FRANCISCO J. FERNANDEZ who after first having been duly sworn, executed the foregoing Certificate of Incorporation of THREE L'S TRADING, INC. freely and voluntarily for the purpose therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Coral Gables, Dade County, Florida this seventh day of April of 1995.



Notary Public -
State of Florida at large



Personally known or produced identification

Type of identification produced _____



P95000029339

151 MAJORCA AVENUE SUITE C CORAL GABLES, FLORIDA 33134

TEL: (305) 444-8333
FAX: (305) 444-3334

February 7, 1996

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

500001724925
-02/27/96--01052--008
*****35.00 *****35.00

Re: Change of name THREE L'S TRADING, INC.

SH MAR - 1 1996

Dear Sirs:

We are enclosing the following:

- 1) Duly executed Articles of Amendment of the subject company
- 2) Check for \$35.00 covering filing fee

Thank you for your assistance.

Very truly yours,

Francisco J. Fernández

encs. (2)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 FEB 27 PM 2:11

RECEIVED
96 FEB 12 PM 4:22
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 14, 1996

Francisco J. Fernandez
151 Majorca Ave.
Suite C
Coral Gables, FL 33134

SUBJECT: THREE L'S TRADING, INC.
Ref. Number: P95000029339

We have received your document for **THREE L'S TRADING, INC.** and check(s) totaling \$35.00. However, your check(s) and document are being returned for the following:

The entity name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved entity. Names of administratively dissolved entities are not available for one year from the date of administrative dissolution unless the dissolved entity provides the Department of State with a notarized affidavit executed as required by section 607.0120, 617.01201, 608.5135 or 608.4482 Florida Statutes, permitting the immediate assumption or use of the name by another entity.

Simply adding "of Florida" or "Florida" to the end of a name does not constitute a difference.

When the document is resubmitted, please return a copy of this letter to ensure proper handling.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6908.

Steven Harris
Corporate Specialist

Letter Number: 696A00006574

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
THREE L'S TRADING, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 FEB 27 PM 2:11

The undersigned hereby subscribes these Articles of Amendment for the purpose of amending the Corporation's Articles of Incorporation under section 607.1006, Florida Statutes, as approved by the all the Stockholders and Directors of the corporation:

ARTICLE ONE

Henceforth the name of the corporation shall be

PEGASUS TRADING COMPANY OF MIAMI

ARTICLE TWO

The names and post addresses of the stockholders, Directors and Officers of the corporation are as follows:

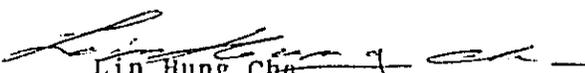
Leon Herszon Filho	Lin Hung Cha
President-Chairman-Director	Treasurer-Secretary-Director

151 Majorca Avenue, Suite C
Miami, FL 33134

The shareholders and Directors have unanimously approved the adoption of these articles.

In witness whereof, the undersigned Lin Hung Cha, Treasurer, Secretary and Director has hereto set his hand and affixed his seal on this 7th. day of February, 1996.

Date of adoption of amendment: April 13, 1995.


Lin Hung Cha