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FAS-T CORPORATE AGENTS

(305) 592-9591

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

FROM: FAS-T CORP. AGENTS, INC.
8405 NW 53RD ST
SUITE C-100
MIAMI FL 33166-
CONTACT: LIDIA FERNANDEZ
PHONE: (305) 599-0839
FAX: (305) 592-9591


DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: INTERTRADE MACHINERY EXPORT, INC.
FAX AUDIT NUMBER: H95000006291
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TALLAHASSEE, FLORIDA



ORDER 10100 30 NOV 95

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55 JUN -5 PM 4:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
INTERTRADE MACHINERY EXPORT, INC.**

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act hereby adopt the following Articles of Incorporation.

**ARTICLE ONE
NAME**

The name of the corporation is INTERTRADE MACHINERY EXPORT, INC. The principal place of business shall be:
6595 N.W. 36 STREET, SUITE 220
MIAMI, FLORIDA 33166

**ARTICLE TWO
DURATION**

The term of existing of the corporation is perpetual, commencing on the date of receipt and acknowledgment of the Articles by the Secretary of State.

**ARTICLE THREE
PURPOSE**

The purpose for which the corporations organized is to engage in any activity or business permitted under the laws of the United States and of this State.

**ARTICLE FOUR
CAPITAL STOCK**

The aggregate number of shares that the corporation shall have the authority to issue is 100,000 shares of capital stock with a par value of \$.10 per share.

Prepared by: JESUS ROMERO
6995 N.W. 36 STREET, SUITE 220
MIAMI, FLORIDA 33166
(305) 870-9870

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ONE HUNDRED THOUSAND (100,000) shares of the capital stock of the corporation shall be issued for cash at a par value of \$10 per share. The sum of the par value of all shares of capital stock of the corporation that have been issued shall be the stated capital of the corporation at any particular time.

The shares of the corporation are not to be divided into classes.

ARTICLE FIVE
CAPITAL STOCK

The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the capital stock of the corporation.

ARTICLE SIX
PREEMPTIVE RIGHTS

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

ARTICLE SEVEN
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 6595 N.W. 36 Street Suite 220 Miami, Florida 33166 and the name and address of the initial registered agent of the corporation is Jesus Romero at 6595 N.W. 36 Street, Suite 220 Miami, Florida 33166.

ARTICLE EIGHT
INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the by-laws. The name and address of the initial director of this corporation is:

Jesus Romero
6595 N.W. 36 Street, Suite 220
Miami, Florida 33166

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ARTICLE NINE
INCORPORATORS

The name and address of the person signing these Articles is:

Jesus Romero
6595 N.W. 36 Street, Suite 220
Miami, Florida 33166

ARTICLE TEN
ACTION BY DIRECTORS WITHOUT A MEETING

The directors of this corporation may take action by written consent as provided by law.

ARTICLE ELEVEN
MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in regular or special meetings of the Board of Directors by means of conference telephone as provided by law.

ARTICLE TWELVE
INDEMNIFICATION

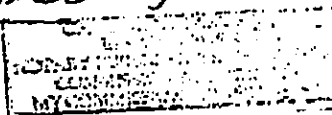
The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE THIRTEEN
AMENDMENT

The corporation reserves this right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation on this 26 day of May 1995.

[Signature]



[Signature]
Jesus Romero

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STATE OF FLORIDA

SS:

COUNTY OF DADE

Before me, the undersigned authority, personally appeared Jesus Romero to me well known and known to be the person described in and who executed the foregoing Articles of Incorporation and he acknowledged to and before me that she executed said instrument for the purpose therein expressed.

WITNESS my hand seal this 26 day of MAY 1995.

Efraim Osorio
OFFICIAL NOTARY
Efraim Osorio
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC437529
MY COMMISSION EXP. FEB. 7, 1999
NOTARY PUBLIC

Signed and dated this 26 day of MAY, 1995.
I hereby am familiar with and accept the duties and responsibilities as registered agent for INTERTRADE MACHINERY EXPORT, INC.

Jesus Romero
(President)
Jesus Romero

Jesus Romero
Registered Agent
Jesus Romero

Luz Arbelaez
(Secretary)
Luz Arbelaez

FILED
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TALLAHASSEE, FLORIDA

BEFORE ME, this day personally appeared Jesus Romero being duly sworn, deposes and says that the statements contained in the foregoing amendment are true and correct.
SWORN TO AND SUBSCRIBED before this 26 day of MAY 1995.

Efraim Osorio
Notary Public
OFFICIAL NOTARY SEAL
Efraim Osorio
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC437529
MY COMMISSION EXP. FEB. 7, 1999

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