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JU[illegible] FROM EMPI[illegible] TO [illegible]19[illegible] P.01

8 [illegible]:59

(((H95000006277))) [illegible] COVER SHEET
TO: DIVISION OF [illegible] FROM: EMPIRE [illegible] COMPANY
DEPARTMENT OF STATE 14[illegible] W FLAGLER
STATE OF FLORIDA SUITE 200
409 EAST GAINES STREET MIAMI FL 33135- 302-
TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT
FAX: (904) 922-4000 PHONE: (305) 541-3694
FAX: (305) 541-3770

(((H95000006277))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: EXPO BUSINESS CORP.

FAX AUDIT NUMBER: H95000006277 CURRENT STATUS: REQUESTED
DATE REQUESTED: 06/06/1995 TIME REQUESTED: 12:59:32
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
NUMBER OF PAGES: 5 METHOD OF DELIVERY: FAX
ESTIMATED CHARGE: $122.50 ACCOUNT NUMBER: 072450003255

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95 JUN -6 PM 4:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

6/7

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ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have 03 director(s) 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 director(s) of this corporation :

ANDREA GOES - PRESIDENT

AYRTON STELLA - SECRETARY

HAMILTON BORSGIO DA COSTA - TREASURER

ARTICLE VII - INCORPORATOR

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

ANDREA GOES
831 NE 206 ST.
N.MIAMI BEACH, FL 33179

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.

H95000062

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 06 day of JUNE of 1995.

Incorporator

PREPARED BY:
B & L BUSINESS LEGAL
141 NE 3rd AVE S.206
MIAMI FL 33132
EVIAN NORONHA
(305) 373-6211

(5)

H95000006277

ARTICLES OF INCORPORATION OF

ARTICLE I - NAME

The name of this corporation is: EXPO BUSINESS CORP.

with the principal place of business located at:

831 NE 206 ST
N.MIAMI BEACH 33179

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TALLAHASSEE, FLORIDA

ARTICLE II - PURPOSE

The corporation shall have perpetual existence and may engage in any and all lawful business under the laws of the United State 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:

831 NE 206ST
N.MIAMI BEACH 33179

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

ANDREA GOES

H95000006277

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 ANDREA GOSS .

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 06 day of JUNE , 19 95 .

NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

My commission expires:

ELYANE [illegible]
[illegible]

H95000006277

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

WITNESSETH:

That EXPO BUSINESS 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 ANDREA GOMS ,

, as its agent to accept service of process within the state.

ACKNOWLEDGEMENT:

Having been named by the first Board of Directors of EXPO BUSINESS 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 06 day of JUNE ,19 95 .

Registered Agent

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TALLAHASSEE, FLORIDA

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JUN-15-1995 11:55 FROM EMPIRE CORP. KIT TO 19049224000 P.01

8 11:47 AM

PUBLIC ACCESS SYSTEM

(((H95000006703))) ELECTRONIC FILING COVER SHEET

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- 311- 94
CONTACT: RAY STORMONT
PHONE: (305) 541-3694
FAX: (305) 541-3770

(((H95000006703))) DOCUMENT TYPE: BASIC AMENDMENT

NAME: EXPO BUSINESS CORP.

FAX AUDIT NUMBER: H95000006703
DATE REQUESTED: 06/15/1995
CERTIFIED COPIES: 1
NUMBER OF PAGES: 3
ESTIMATED CHARGE: $87.50

CURRENT STATUS: REQUESTED
TIME REQUESTED: 11:47:04
CERTIFICATE OF STATUS: 0
METHOD OF DELIVERY: FAX
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(((H95000006703)))

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ENTER SELECTION AND <CR>:

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95 JUN 15 PM 2:52
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TALLAHASSEE, FLORIDA

JUN-15-1995 11:56 FROM EMPIRE CORP. KIT TO 19049228000 P.02

FILED
95 JUN 15 PM 2:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P95000043606

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

EXPO BUSINESS CORP.

(present name)

H95000006703

Pursuant to the provisions of section 607.1006, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted:
FROM NOW ON THE CORPORATION'S NAME SHALL BE:
ALLTECH EXPO BUSINESS CORP.

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: 6/15/95

FOURTH: Adoption of Amendment(s) (check one)

✓ 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 approval.

___ The amendment(s) was/were approved by the shareholders through voting groups.

[The following statement must be separately provided for each voting group 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)

Prepared by:
Evian Noronha
B&L Business Legal
141 NE 3rd Ave
Miami, FL 33132
305-373-6211

(continued)

W95000006703

Signed this 15th day of June, 19 95.

EXPO BUSINESS CORP.
(Corporation Name)

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

(a director or incorporator if adopted by the directors or incorporators)

ANDREA GOES
(Typed or printed name)

PRESIDENT AND INCORPORATOR
(Title)

1000 shares
US$ 1.00 par value.

W95000006703

P95000043606

Form **8822** Change of Address

(Rev. May 1994)

Department of the Treasury
Internal Revenue Service

▶ Please type or print.

▶ See instructions on back. ▶ Do not attach this form to your return.

OMB No. 1545-1163
Expires 5-31-95

Part I Complete This Part To Change Your Home Mailing Address

Check ALL boxes this change affects:

1 [ ] Individual income tax returns (Forms 1040, 1040A, 1040EZ, 1040NR, etc.)

▶ If your last return was a joint return and you are now establishing a residence separate from the spouse with whom you filed that return, check here ▶ [ ]

2 [ ] Employment tax returns for household employers (Forms 942, 940, and 940-EZ)

▶ Enter your employer identification number here ▶

3 [ ] Gift, estate, or generation-skipping transfer tax returns (Forms 706, 709, etc.)

▶ For Forms 706 and 706-NA, enter the decedent's name and social security number below

▶ Name ▶ Social security number

4a Your name (first name, initial, and last name)

4b Your social security number

5a Spouse's name (first name, initial, and last name)

5b Spouse's social security number

6 Prior name(s). See instructions.

7a Old address (no., street, city or town, state, and ZIP code). If a P.O. box or foreign address, see instructions. Apt. no.

7b Spouse's old address, if different from line 7a (no., street, city or town, state, and ZIP code). If a P.O. box or foreign address, see instructions. Apt. no.

8 New address (no., street, city or town, state, and ZIP code). If a P.O. box or foreign address, see instructions. Apt. no.

Part II Complete This Part To Change Your Business Mailing Address or Business Location

Check ALL boxes this change affects:

9 [✓] Employment, excise, and other business returns (Forms 720, 941, 990, 1041, 1065, 1120, etc.)

10 [ ] Employee plan returns (Forms 5500, 5500-C/R, and 5500-EZ). See instructions.

11 [✓] Business location

12a Business name

ALLTECH AUTO BROKERS CORP

12b Employer identification number

65 0558405

13 Old address (no., street, city or town, state, and ZIP code). If a P.O. box or foreign address, see instructions. Room or suite no.

831 NE 203rd STREET NORTH MIAMI BEACH FL 33179

14 New address (no., street, city or town, state, and ZIP code). If a P.O. box or foreign address, see instructions. Room or suite no.

7224 NW 56TH STREET MIAMI FLORIDA 33166

15 New business location (no., street, city or town, state, and ZIP code). If a foreign address, see instructions. Room or suite no.

SAME

Part III Signature

Daytime telephone number of person to contact (optional) ▶ (305) 666-2000

Please Sign Here

▶ Your signature — Date 10/11/96

▶ If Part II completed, signature of owner, officer, or representative — Date 10/11/96

▶ If joint return, spouse's signature — Date

▶ Title PRESIDENT

For Privacy Act and Paperwork Reduction Act Notice, see back of form.

Cat. No. 12081V

Form **8822** (Rev. 5-94)