

**H95000046000**

TO: DIVISION OF CORPORATIONS  
FROM: EMPIRE CORPORATE KIT COMPANY  
1492 W. FLAGLER ST  
SUITE 200  
MIAMI FL 33135- 062-000003135-  
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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: QUALITY USA TRADING, INC.

FAX AUDIT NUMBER: H95000006622

CURRENT STATUS: REQUESTED

DATE REQUESTED: 06/13/1995

TIME REQUESTED: 17:05:50

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CERTIFICATE OF STATUS: 0

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NUM CAPS Connect: 00:22

*Handwritten signature and date 6/14*

**ARTICLES OF INCORPORATION**

④

**ARTICLE I-NAME**

The name and principal address of this corporation is:

Quality USA Trading, Inc. 3610 Yatch Club Dr. # 510, Aventura, FL 33180

**ARTICLE II-DURATION**

This corporation shall have perpetual existence, commencing at the time of filing of the Articles of Incorporation with the Department of State

**ARTICLE III-PURPOSE**

This corporation is organized for the purpose of undertaking any and all lawful business

**ARTICLE IV-CAPITAL STOCK**

This Corporation is authorized to issue 100 shares at \$ 1.00 par value common stock.

**ARTICLE V-RIGHTS UPON LIQUIDATION OR DISSOLUTION**

In the event of any voluntary or involuntary liquidation, dissolution, or winding up of this corporation, the holders of record of the common shares all receive a rateable distribution of the assets of the corporation.

**ARTICLE VI-PREEMPTIVE RIGHTS**

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

**ARTICLE VII-INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation and the name of the initial registered agent for this corporation at that address is

Andre de Paula, 3610 Yatch Club Dr. # 510, Aventura, FL 33180

**ARTICLE VIII-INITIAL BOARD OF DIRECTORS**

This corporation shall have 1 directors initially. The number of directors may be increased or diminished from time to time as provided for by the Bylaws. The names and addresses of the initial directors of this corporation are:

Andre de Paula, President, Treasurer & Sec, 3610 Yatch Club Dr. # 510, Aventura, FL 33180

**ARTICLE IX-INCORPORATORS**

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

Andre de Paula, 3610 Yatch Club Dr. # 510, Aventura, FL 33180

- 1 -

Prepared by: Antonio R. Lopez 702 NW Le Jeune Rd Suite 434, Miami FL 33126 (305) 448-3323

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#### ARTICLE X-BYLAWS

The power to adopt, alter, amend and repeal bylaws shall be vested in the Board of Directors and the shareholders.

#### ARTICLE XI-RESTRICTIONS ON THE TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following persons in the amount set opposite their names:

Andre de Paula ..... 100 shares

Shares held by the initial shareholders listed above, may not be resold or otherwise transferred to others unless such shares are first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold, shall be further specified by written agreement among all the shareholders and this corporation.

#### ARTICLE XII-CUMULATIVE VOTING

At each election for directors, each shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

#### ARTICLE XIII-CALLING OF SPECIAL MEETINGS

Special meeting of the shareholders may be called by the Board of Directors.

#### ARTICLE XIV-SHAHOLDERS QUORUM AND VOTING

Fifty percent of the shares plus one entitled to vote represent in person or by proxy shall constitute a quorum at the meeting of shareholders. If the quorum is present the affirmative vote of fifty of the shares plus one represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

#### ARTICLE XV-AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in this Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 13th day of June of 1985.

  
Incorporator

H95000006622

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of Section 817.0501, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida, submits the following statement in designating the registered agent / registered office, in the State of Florida.

FIRST that, Quality USA Trading, Inc., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation has named Andre do Paula located at 3610 Yatch Club Dr. # 510 City of Aventura, County of Dade, State of Florida, as its agent to accept service of process within this State.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT 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

BY

ANDRE DO PAULA  
Registered agent

PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM.

APPLICATION  
FOR  
REINSTATEMENT



FLORIDA DEPARTMENT OF STATE  
Sandra B. Morham  
Secretary of State  
DIVISION OF CORPORATIONS

FILED  
96 OCT 29 PM 12:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

DOCUMENT # 7950000410000

1 Corporation Name  
QUALITY USA TRADING, INC

Principal Place of Business  
7270 NW 12 STREET  
SUITE 345  
MIAMI FL 33126

Mailing Address  
SAME

If above addresses are incorrect in any way line through incorrect information and enter correction below.

2 New Principal Office Address, If Applicable  
7270 NW 12 STREET  
Suite, Apt. #, etc  
SUITE 345  
City & State  
AVENTURA FL  
Zip  
33180

3 New Mailing Address, If Applicable  
Suite, Apt. #, etc  
City & State  
Zip  
Country

DO NOT WRITE IN THIS SPACE

4 Date Incorporated or Qualified To Do Business in Florida  
6/14/95

5 FEI Number  
65-0592516

6 CERTIFICATE OF STATUS DESIRED ☒ \$8.75 Additional Fee required for a Certificate of Status

7 Names and Street Addresses of Each Officer and/or Director (Florida nonprofit corporations must list at least 3 directors)

1 Title	2 Name of Officers and/or Directors	3 Street Address of Each Officer and/or Director (Do NOT Use Post Office Box Numbers)	4 City / State / Zip
PD	ANDRE DE PAULA	3610 YACHT CLUB DR#510	AVENTURA, FL 33180

800001990349--2  
-10/30/96--01049--085  
\*\*\*\*383.75 \*\*\*\*383.75

REINSTATEMENT 96 10/29/96

8. Name and Address of Current Registered Agent

ANDRE DE PAULA  
3610 YACHT CLUB DR#510  
AVENTURA, FL 33180

9. Name and Address of New Registered Agent

Name  
Street Address (P.O. Box Number is Not Acceptable)  
Suite, Apt. #, Etc  
City  
State  
FL Zip Code

10 I, being appointed the registered agent of the above named corporation, am familiar with and accept the obligations of Section 607.0505, F.S.

Signature of Registered Agent

*[Signature]*

REGISTERED AGENT MUST SIGN

Date 10/28/96

11. Does this corporation pay any intangible tax to the Dept. of Revenue under S. 199.032, Florida Statutes. Yes ☒ No ☐

(See other side for information on intangible tax.)

12 I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I release the Division of Corporations from any liability of non-compliance with Section 119.07(3)(k) in the event that the information supplied is deemed exempt from public access. I certify that I am an officer or director of this receiver or trustee empowered to execute this application as provided for in chapter 607 or 617, F.S. I further certify that when filing this reinstatement application the reason for dissolution has been eliminated, the corporate name satisfies the requirements of section 607.0401 or 617.0401, F.S., and that all fees owed by the corporation have been paid. The information indicated on this application is true and accurate, and my signature shall have the same legal effect as if made under oath.