

JAN-03-1997

10:21 AM

TO

100-1922-100

P.06

8

5:05 PM

PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET
(((H95000007803)))
TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
DEPARTMENT OF STATE 1492 W FLAGLER ST
STATE OF FLORIDA SUITE 200
409 EAST GAINES STREET MIAMI FL 33135-02
TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT
FAX: (904) 922-4000 PHONE: (305) 541-3694
FAX: (305) 541-3770
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: ANI, INC.
FAX AUDIT NUMBER: H95000007803 CURRENT STATUS: REQUESTED
DATE REQUESTED: 07/13/1995 TIME REQUESTED: 17:05:45
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
NUMBER OF PAGES: 5 METHOD OF DELIVERY: FAX
ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 072450003255
Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit p and bottom of all pages of the document.
(((H95000007803)))
** ENTER 'M' FOR MENU, **
ENTER SELECTION AND <CR>:
Help F1 Option Menu F2

NUM CAPS Connect: 00:16

RECEIVED
DIVISION OF STATE
CORPORATIONS

95 JUL 24 AM 9:44

FILED

10-14225
NA

SDC

DIVISION OF CORPORATIONS

95 JUL 14 AM 10:59

RECEIVED

JAN-10-1900 15:01 FROM

TO

19049224000 P.01



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

July 14, 1995

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: ANI, INC.
REF: W95000014225

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

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) 487-6934.

Loria Poole
Corporate Specialist

FAX Aud. #: H95000007803
Letter Number: 395A00033934

JUN-10-1900 15:02 FROM

TO

19049224000 P.03

PREPARED BY:
ASHLAND INSURANCE AGY, INC.
1608 NW 57th AVENUE
MIAMI, FLORIDA 3312
1 (305) 262-4053
MIGUEL E. TURNER

ARTICLE OF INCORPORATION

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following articles of incorporation:

ARTICLE ONE

The name of the corporation is ANI - USA, INC.

ARTICLE TWO

The duration of the corporation is perpetual.

ARTICLE THREE

The general purpose for which the corporation is organized are:

- 1.- To engage in the business of IMPORT/EXPORT-WHOLESALE.
- 2.- To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act.
- 3.- To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

95 JUL 26 AM 9:14
FBI
RECEIVED

495000007803

08100000547

ARTICLE FOUR

The aggregate number of shares which the corporation is authorized to issue is 100. Such shares shall be of a single class, and shall be \$5.00 par value.

ARTICLE FIVE

The corporation is authorized to issue only one class of stock, and all issued stock shall be held of record by not more than ten persons. Stock shall be issued and transferable only to natural persons.

ARTICLE SIX

No stockholder shall have the right to sell, assign, pledge, transfer, devise, or otherwise dispose of any of the shares of the corporation without first offering such shares for sale to the corporation at the net asset value thereof.

ARTICLE SEVEN

The street address of the initial business office of the corporation is 3152 NW 32nd Street; MIAMI, FLORIDA 33142

MIGUEL E. TURBAY. and the name of its initial registered agent is

H9500000780 3

ARTICLE EIGHT

The number of directors constituting the initial board of directors of the corporation is three. The name and address of each person who is to serve as a member of the initial board of directors is:

NAME
Leo Rodriguez President
Juan Antonio Rodriguez Secretary-Treasurer
Luis T. Iglesias Vice-President

ADDRESS
3152 NW 32nd Street Miami, FL 33142
3152 NW 32nd Street Miami, FL 33142
3152 NW 32nd Street Miami, FL 33142

ARTICLE NINE

A unanimous vote of directors for effective directors action is required at all directors meetings.

ARTICLE TEN

The name and address of each incorporator is:

NAME
Miguel E. Turbay

ADDRESS
608 NW 57th Avenue Miami, FL 33126

Executed by the undersigned at MIAMI, FLORIDA
on July 13, 1995.

H9500000780 3

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

In pursuance of Chapter 607.34 Florida Statutes, the following is submitted, in compliance with said Act:

First-That ANI - USA, INC.
(NAME OF CORPORATION)

desiring to organize under the laws of the State of FLORIDA
(FLORIDA)

with its principal office, as indicated in the articles of incorporation at City of MIAMI county
(CITY)

of DADE, State of FLORIDA
(COUNTRY) (STATE)

has named MIGUEL E. TURBAY
(NAME OF RESIDENT AGENT)

located at 608 NW 57th Avenue
(STREET ADDRESS AND NUMBER OF BUILDING,
POST OFFICE BOX ADDRESS NOT ACCEPTABLE)

city of FLORIDA, County of DADE
(CITY) (COUNTRY)

State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

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

BY Miguel E. Turbay
SIGNATURE
REGISTERED AGENT
AND
INCORPORATOR