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AMADOR ACCOUNTING & TAX SERVICE
11117 OKECHOBEE RD STE 110
111 EAR GADELS, TL 3066

FFICE USE ONLY

1995 SOUTH FLORIDA MPC

CR2E031(10/92)

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1. (Corporation Name)		(Document #)
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Walk in Pi	ck up time	Certified Copy
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NEW FILINGS	AMENDMENTS	
Profit	Amendment	
NonProfit	Resignation of R.A., Office	er/Director 7,05/95
Limited Liability	Change of Registered Ager	int
Domestication	Dissolution/Withdrawal	
Other	Merger	800001544188
OTHER FILINGS	REGISTRATION/ QUALIFICATION	
Annual Report	Foreign	
Fictitious Name	Limited Partnership	
Name Reservation	Reinstatement	
	Trademark	Examiner's Initials
	Other	Exemiter o modern

## ARTICLES OF INCORPORATION

OF

#### VANESSA EXPORT, INC.

## ARTICLE I NAME

The name of the corporation is VANESSA EXPORT, INC. and the mailing address is 11117 OKECHOBEE RD STE 102 HIALEAH, FL 33016

#### ARTICLE II

# NATURE OF BUSINESS

This corporation is being organized for the purpose of transacting any all business permiteed under the laws of the United States of America and the laws of the State of Florida.

To generally have and exercise all powers, rights and privileges necessary, suitable, convenient of proper for the accomplishment of any of the purpose or the attainment of any or all of the objects hereinbefore enumerated or incidental to the purposes and power herein named for the enhancements of the value of the property of the corporation or which at any time appear conducive there to or expedient.

## ARTICLES III

## TERMS OF EXISTENCE

This corporation shall have perpetual existence unless sooner dissolved in accordance with the laws of the State of Florida. The date in which corporate existence shall begin is the date on which these articles of Incorporation are filed with the Secretary of State Of the State of Florida.

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# ARTICLE IV CAPITAL STOCK

This Corporation is authorized to issue 100 shares of \$5.00 par value common stock, which shall be designated "Common Shares".

#### ARTICLE V

# INITAL REGISTERED OFFICE AND AGENT

The street address of the initial registered of Corporation is 2741 WEST 72 PLACE , HIALEAH FL 33016 and he name of the initial registered agent of this Corporation is PABLO CASTANEDA

## ARTICLE VI

## INITIAL BOARD OF DIRECTORS

This Corporation shall have Three (2) Directors initially. The number of directors may be either increased or diminished from time to time By-Laws, but shall never be less than one (1). The name(s) and address(es) of the initial Directors(s) of this Corporation are:

PABLO CASTANEDA

2741 WEST 72 PLACE HIALEAH, FL 33016

ANTONIO ABIGANTUS

801 N.W. 29 AVE MIAMI, FL 33125

#### ARTICLES VII

#### OFF I CERS

The officers of the corporation shall be as followed:

PABLO CASTANEDA

PRESIDENT

50 SHARES

ANTONIO ABIGANTUS

VICE-PRESIDENT

50 SHARES

#### ARTICLES VIII

### AMENDMENTS TO ARTICLES OF INCORPORATION AND BY-LAWS

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendments hereto and right conferred upon the shareholders is subject to this reservation. Further, the power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders of this Corporation.

#### ARTICLE IX

#### POWERS

This Corporation shall have all the Corporate Powers enumerated in the Florida General Corporation Act.

## ARTICLE X

#### DIVIDENDS

Dividends Payable in shares of any class may be paid to holders of shares of any other class.

#### ARTICLE XI

#### INDEMNIFICATION

This Corporation Shall Indemnify any and all of its Directors, officers, Employees or agents or former Directors, officers, employees or agents or any persons who may have served at its request as a Director, officers, employee or agent of another corporation, partnership, joint venture, trust or other enterprise in which it owns shares of capital stock or of which it is a law.Said extent permitted ЬУ full to creditor, indemnification shall include but not limited to, the expenses, including the cost of any judgements, fines, settlements and counsel's fees, actually and necessarily paid or incurred in connection with any action, suit or proceeding, whether civil, criminal, administrative or investigative, and any such person or his legal representative may be made a party or may be threatened to be made a party by reason of his being or having been a Director, officer, employee therein provided. the foregoing right agent as indemnification shall not be exclusive of any other rights which any Diretor, officer, employee or agent may be entitled as a matter of law or which he may be lawfully granted.

#### ARTICLE XII

## INCORPORATION

The name and addresses of the persons signing these Articles are:

PABLO CASTANEDA

2741 WEST 72 PLACE HIALEAH, FL 33016

ANTONIO ABIGANTUS

801 N.W. 29 AVE HIAMI, FL 33125

IN WITNESS WHEREOF, the undersigned subcribers have executed these Articles of Incorporation.

Dated: 2/18/95

ACKNOWLEDGEMENT

STATE OF FLORIDA )

SS.

COUNTY OF DADE

BEFORE Me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared MR. PABLO CASTAMIDA known to me and known by me be the persons who executed he foregoing Articles of Incorporation, and they acknowledged before me that they executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set hand and affixed my official seal, in the State of County aforesaid, this  $\frac{8}{1000}$  day of  $\frac{300}{1000}$ , A.D., 1995.

Notary Public

My commission expires:

OFFICIAL NUTARY SSAL FEDRO AMADOR NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC201545 MY COMMISSION EXP. MAY 19,196

# CERTIFICATE DESIGNATING REGISTERD AGENT

In pursuance of Chapter 48.091, Florida Statutes, the followingis sudmitted in compliance with said Act:

That VANESSA EXPORT, INC., desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Certificate of Incorporation, at the City of Mixmi, County of Dade, State of Florida, has mamed to MR. PABLO CASTANEDA 2741 WEST 72 PLACE, HIALEAH, FL 33016 as its agent to accept services of process within this State.

## ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated Corporation at place designated in this Cer'ificate, I hereby accept to act in this Capacity, and agree to comply with the provision of said Act relative to keeping open said office.