

**P95000061720**

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-  
CONTACT: RAY STORMONT  
PHONE: (305) 541-3084  
FAX: (305) 541-3770

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.  
NAME: W. M. N. R. BRAZIL EXPRESS TRADING, INC.  
FAX AUDIT NUMBER: H95000008005  
DATE REQUESTED: 08/07/1995  
CERTIFIED COPIES: 1  
NUMBER OF PAGES: 0  
ESTIMATED CHARGE: \$122.50

CURRENT STATUS: REQUESTED  
TIME REQUESTED: 17:23:50  
CERTIFICATE OF STATUS: 0  
METHOD OF DELIVERY: FAX  
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 Aud number on the top and bottom of all pages of the document.

(((H95000008005)))

\*\* ENTER 'M' FOR MENU. \*\*  
ENTER SELECTION AND <CR>:  
Help F1 Option Menu F2

NUM CAPS Connect: 00:1

*[Handwritten signature]*

*[Handwritten signature]*  
*[Handwritten signature]*  
*[Handwritten signature]*

FILED  
95 AUG -9 PM 4:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
25 AUG -8 AM 10:25



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

August 8, 1995

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: W.M.N.R. BRAZIL EXPRESS TRADING, INC.  
REF: W95000015903

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

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

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. #: H95000008665  
Letter Number: 795A00037095

Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

JAN-29-1900 14142 FROM

TO

19049224000 P.01



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

August 9, 1995

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: W.M.N.R. BRAZIL EXPRESS TRADING, INC.  
REF: W95000015903

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

The person designated as registered agent in the document and the person signing as registered agent must be the same.

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. #: H95000008665  
Letter Number: 495A00037315

Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

**CERTIFICATE OF INCORPORATION**  
**OF**

**W.M.M.M. MANILA EXPRESS TRADING, INC**

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

**ARTICLE J. NAME**

The name of this corporation is: W.M.N.R. Brasil Express  
Trading, Inc.

**ARTICLE II. NATURE OF THE BUSINESS**

The general nature of this business to be transacted by this corporation is : Any legal business in the State of Florida or in The United States.

To conduct business in, have one or more offices in and sell import, export, buy, hold, mortgage, convey, lease, construction and building or otherwise dispose of real and personal property, including patents, franchises, copyrights, trademarks, and licences, in the State of Florida, and in all other states and countries.

To conduct debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of property, or other instruments to secure the payment to

FILED

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

49 500008 665

**49 500008 665**

Prepared by:  
Charles A. Salvo  
1626 Allen Rd.  
Miami Beach, FL 33239  
(305) 679-1691

corporate indebtedment as required.

To purchase the corporate assets of any other corporation and engage in the same or other character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of shares of the capital stock of, or any bonds, securities, or other evidences of indebted created by any other corporation of the State of Florida or any other state or government, and while owner of such stock, to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

#### ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock this corporation is authorized to have outstanding at any time is 10,000 ( Ten Thousand) shares of common stock having a nominal of \$1.00 Par/Value.

#### ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this corporation will begin business with is \$ 1,000.00 ( One Thousand 00/100.)

#### ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

#### ARTICLE VI. ADDRESS

The initial post office address of this corporation in

H95000008665

H95000008665

the State of Florida is: 150 S.E. 2 Ave. Suite #704, Miami Fl.  
Florida. 33141.

The Board of Directors may, from time to time move the  
principal office to any other office in Florida.

#### ARTICLE VII. DIRECTORS

The corporation shall have four Directors initially the  
number of directors may be increased or diminished from time  
to time, by by-laws adopted by the stockholders, but shall  
never be less than one (1).

#### ARTICLE VIII. SUBSCRIBERS

The name and post office address of each subscriber to  
these Articles of Incorporation are:

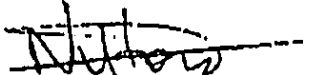

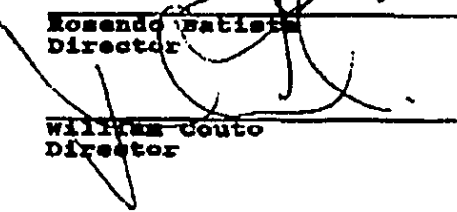
Milton Da Silva	President
Jose Carlos Munhos	Secretary
Rosendo Batista	Director
William Couto	Director

#### ARTICLE IX. REGISTERED OFFICE AND REGISTERED AGENT

The registered office shall be at 150 S.E. 2nd Ave. Suite  
# 704 Miami, Fl. 33141. and the registered agent being  
Milton Da Silva.

## ARTICLE X. AMENDMENT

The articles of Incorporation may be amended in the manner provided by laws. Every amendment shall be approved by the board of directors proposed by them to the stockholders, and approved at a stockholders meeting by a majority of the stock entitled to vote thereon.

  
Milton Da Silva  
President  
Jose Carlos Munhoz  
Secretary  
Rosendo Batista  
Director  
William Couto  
Director

H9 5000008 665

H9 5000008 665

JFN-20-1980 00125 FROM

TO

19049224000

P.06

STATE OF FLORIDA

000

COUNTY OF DADE

I HEREBY CERTIFY : That on this day, before me, a Notary Public the undersigned authority, duly authorizing to administer oaths and take acknowledgments, personally appeared, Milton Da Silva, Jose Carlos Munhos, Romendo Batista and William Couto directors and officers of W.N.M.R. Brazil

Express Trading, Inc. a Florida Corporation.

Who after being duly sworn, executed the foregoing Articles of Incorporation and acknowledge before me that the subscribers to those Articles on Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, said County and State, on this 2 day of the month of August, 1995.

NOTARY PUBLIC SEAL:

MY COMMISSION EXPIRES:

CERTIFICATE OF NOTARIAL  
CARLOS SOLANO  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. 0015024  
MY COMMISSION EXPIRES JAN. 5, 1996

H95000008 665

H95000008 665



FORM 1001

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE OR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM SERVICE MAY BE SERVED.

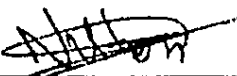
In compliance with Section 807.34 Florida Statutes, The following is submitted, in compliance with said Act:

FIRST: That, W.M.M. Brazil Express Trading, Inc. desiring to organize or qualify under the laws of the state of Florida with its principal office, as indicated in the articles incorporation at City of North Bay Village, County of Dade, and State of Florida has hereby named Milton Da Silva of 150 S.W. 2 Ave Suite 704, Miami, Fl. 33141 as its agent to accept services of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate.

I hereby agree to act in this capacity, and I further agree to comply with the provision of said Act relative to keeping open said office.

  
Milton Da Silva  
Register Agent.

95 AUG -9 PM 4:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

599800000564

599800000564