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Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-11/30/95--01086--004
****122.50 ****122.50

Re: IMPEX INTERNATIONAL TRADING CORP., SA.


Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$ 122.50.

This represents the cost of the filing fees, Certified Copy of Articles of incorporation and Fee for Registered Agent Designation for the Above named corporation.

Very truly yours,


RICHARD RODRIGUEZ


JOSE SILVA

9341 SW 57 TERR.
MIAMI, FL. 33173
(305) 270-9841

was-23615

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 JAN 10 AM 10:14

AL JAN 10 1995



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 4, 1995

JOSE SILVA
9341 SW 57 TERR
MIAMI, FL 33173

SUBJECT: IMPEX INTERNATIONAL TRADING CORP., SA
Ref. Number: W95000023615

We have received your document for IMPEX INTERNATIONAL TRADING CORP., SA and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

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) 487-6928.

Agnes Lunt
Corporate Specialist

Letter Number: 195A00052610



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 26, 1995

RICHARD RODRIGUEZ
JOSE SILVA
9341 SW 57 TERR
MIAMI, FL 33173

SUBJECT: IMPEX INTERNATIONAL TRADING CORP., SA
Ref. Number: W95000023615

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Agnes Lunt
Corporate Specialist

Letter Number: 195A00052610

ARTICLES OF INCORPORATION
OF
GENESIS INTERNATIONAL TRADING CORP., SA.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 JAN 10 AM 10:15

The undersigned does hereby execute, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be GENESIS INTERNATIONAL TRADING CORP., SA.

ARTICLE II

This corporation is to exist perpetually.

ARTICLE III

The general purpose for which this corporation is organized is to transact any and all lawful business permitted under the laws of the State of Florida.

ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue shall be as follows:

<u>Number of shares Authorized</u>	<u>Par Value</u>	<u>Class of Stock</u>
1000	\$1.00	Common

All of said stock shall be payable in cash, property, real or personal or services in lieu of cash, at a just valuation to be fixed by the board of Directors of this corporation.

ARTICLE V

The name of the initial registered agent and the street address of the initial registered office of this corporation is:

RICHARD RODRIGUEZ
PRESIDENT
9341 SW 57 Terr.
Miami, Fl. 33173

ARTICLE VI

The names and street addresses of the incorporators to this Articles of Incorporation are:

RICHARD RODRIGUEZ
JOSE SILVA
9341 SW 57 Terr.
Miami, Fl. 33173

ARTICLE VII

This corporation shall have Two (2) directors initially. The number of directors may be increased at a later date by the by-laws but shall never be less than Two (2). The names and address of the initial directors of this corporation are:

RICHARD RODRIGUEZ
JOSE SILVA
9341 SW 57 Terr.
Miami, Fl. 33173

ARTICLE VIII

The private property of the shareholders shall not be subject to the payment of the corporate debts to any extent whatsoever. The corporation shall have a first lien of shares of its shareholders and upon the dividends due them for any indebtedness of such shareholders to the corporation. This corporation, by duly adopted action of the board of directors, may indemnify and insure its officers and directors to the extent permitted by law either now existing or hereinafter enacted.

IN WITNESS WHEREOF, the undersigned, being the original incorporator of the above named corporation to do business both within and without the State of Florida, under the laws of the State of Florida, does make and file these Articles, hereby declaring and certifying that the facts herein stated are true, and executes these Articles of Incorporation this 27th day of November, 1995.


RICHARD RODRIGUEZ

Fl. Dr. Lic. # R362-740-61-008-0


JOSE SILVA

Fl. Dr. Lic. # S410-421-62-452-8

STATE OF FLORIDA)
COUNTY OF DADE) SS:

BEFORE ME, the undersigned authority, personally appeared RICHARD RODRIGUEZ and JOSE SILVA, to me known to be the persons described in, and who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed the same for the purpose therein expressed.

WITNESS my hand and official seal in the County and State named above this 27th day of November, 1995.


NOTARY PUBLIC

My Commission Expires:



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 JAN 10 AM 10:15

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said act:

GENESIS INTERNATIONAL TRADING CORP., SA. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at 9341 SW 57th Terr., Miami, Fl. 33176 has named Richard Rodriguez its agent to accept service 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 agree to comply with the provisions of said Act relative to keeping said office open.

by: 

RICHARD RODRIGUEZ