

H96-03555

ARTICLES OF INCORPORATION

OF

NANCI R. CLARK GULF TRADING INTERNATIONAL, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract hereby forms a corporation under the laws of the State of Florida

FILED
95 MAR 13 PM 6:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME.

The name of this corporation is

NANCI R. CLARK GULF TRADING INTERNATIONAL, INC.

The principal place of business of this corporation shall be 121 Camden Drive, Miami Beach, Florida 33184.

ARTICLE II. NATURE OF BUSINESS.

The Corporation may engage in any activity or business permitted under the laws of United States and of the State of Florida.

ARTICLE III. CAPITAL STOCK.

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is ONE HUNDRED (100)--shares of common stock having a One Dollar (\$1.00) par value.

Every original incorporating stockholder upon the sale for cash, property or services or new shares or shares authorized but unissued, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others, which price, in case of par value shares may be in excess of par.

The transfer of shares may be restricted as provided for in the By-Laws as adopted by stockholders or by other agreement between the parties thereto.

H96-03555
ACE INDUSTRIES, INC.
64 NW 11th Street
Miami, FL 33136
305-350-8571

H96-03555

ARTICLE IV.

TIME OF EXISTENCE.

This Corporation is to exist perpetually and shall commence as of the date of filing of these Articles with the Secretary of State.

ARTICLE V.

INITIAL REGISTERED OFFICE AND AGENT.

The Street Address of the Initial Registered office of this corporation is 121 Camden Drive, Miami Beach, Florida 33154 and the name of the Initial Registered Agent of this corporation at that address is NANCY R. CLARK.

ARTICLE VI.

INITIAL BOARD OF DIRECTORS.

This corporation shall have (1) director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name and address of the initial director of this corporation is:

NANCY R. CLARK
121 CAMDEN STREET
MIAMI BEACH, FLORIDA 33154

ARTICLE VII.

INCORPORATOR.

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

NANCY R. CLARK
121 CAMDEN STREET
MIAMI BEACH, FLORIDA 33154

ARTICLE VIII.

BYLAWS.

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

H96-03555

H96-03555

ARTICLES IX.

AMENDMENTS.

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a stockholders' meeting, unless all the Directors and all the stockholders sign a written statement manifesting their intention that certain amendments of these Articles of Incorporation be made.


NANCY R. CLARK

H96-03555

H96-03555

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

NANCI R. CLARK GULF TRADING INTERNATIONAL, INC.

In pursuant of Chapter 68.091, Florida Statutes, the following is submitted, in compliance with said Act:

First-That NANCI R. CLARK GULF TRADING INTERNATIONAL, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Miami Beach, County of Dade, Florida and has named

NANCI R. CLARK

located at

121 CAMDEN STREET

(Street address and number of building, Post Office Box address not acceptable)

City of Miami Beach, County of Dade and State of Florida its agent to accept service of process within this state.

ACKNOWLEDGMENT: (Must be signed by designated agent)

Having been named to accept service of process for the above stated corporation, at place designated 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: Nanci R. Clark
(Registered Agent)
NANCI R. CLARK

FILED
96 MAR 13 10 08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H96-03555