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ALL WAY IMPORT AND EXPORT. THC...

EFFECTIVE DATE:

ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTHERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY XX PLATH STAMPED CODY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jermifer Moran

EXAMINER'S THITIALS:

ARTICLES OF INCORPORATION

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ALL WAY IMPORT AND EXPORT, INC.

TATTAHAS LONGA

CORPORATE NAME AND PRINCIPAL PLACE OF BUSINESS

The name of this corporation and its principal place of business and/or mailing address:

All Way Import and Export, Inc. 8056 N.W. 29th Street Miami, Florida 33122

ARTICLE II

CORPORATE EXISTENCE

The existence of the corporation shall be perpetual. Corporate existence shall begin upon the filing of the Articles of Incorporation by the Department of the State.

ARTICLE H

NATURE OF CORPORATE BUSINESS

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

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue a maximum of Five Hundred (500) shares of stock. The shares authorized shall be common stock, having a par value of one dollars (\$1.00) per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE V

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

Nelson Nascimento 8056 N.W. 29th Street Miami, Florida 33122

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This Corporation shall have one director initially. The number of directors may be either increased or decreased from time to time by-laws, but shall never be less than one. The name and address of the initial director of this Corporation is:

NAME

ADDRESS

Nelson Nascimento

8056 N.W. 29th Street Miami, Florida 33122

The members of the first Board of Directors shall hold office until the first annual meeting of the Stockholders of the Corporation.

ARTICLE VII

INCORPORATORS

The name and post office of the Incorporators executing these Articles of Incorporation is as follows:

INCORPORATOR

ADDRESS

Nelson Nascimento

8056 N.W. 29th Street Miami, Florida 33122

The undersigned, begin the original subscriber to these Articles of Incorporation, for the purpose of forming a corporation for profit and to do business both within and without the State of Florida, does hereby make, subscribe, acknowledge and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true and, accordingly, has hereunto set his hand and seal this 11th day of April, 1996.

Nelson Nascimento

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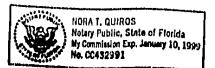
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SECTORION

STATE OF FLORIDA) SS COUNTY OF DADE)

BEFORE ME, the undersigned authority, duly authorized in the State of Florida, County of Dade, to take acknowledgments, personally appeared Nelson Nascimonto to me known as the person described as Incorporators in the foregoing Articles of Incorporation.

WITNESS my hand and seal at Miami, Dade County, Florida this 11th day of April, 1996.



Notary Public

State of Florida

My Commission expires:

CERTIFICATE DESIGNATING REGISTERED AGENT FOR SERVICE OF PROCESS

Pursuant to Chapter 48.091, Florida Statues, the undersigned hereby designates Nelson Nascimento as its Registered Agent to accept service of process within this State.

The undersigned hereby accepts the foregoing destination as Registered Agent for service of process within the State of Florida, and agrees to comply with the provisions of the law applicable to said designation.

Nelson Nascimento

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CORPORATION NAME(S)	Š.	DOCUMENT	N	U	HBER(S)	, (if known):
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1			
	(Corporation Name)	(Doe	ument #)
2	(Corporation Name)	(Doc	ument #)
3			
	(Corporation Name)	(Doc	ument #)
4	(Corporation Name)	(Dœ	unent#)
□ walk in	Pick up time		Certified Copy
Mail out	Will wait	Photocopy	Certificate of Status
NEW FILINGS	AMEND	MENTS	
Profit	Amendmen	inc	
NonProfit	Resignation	of R.A., Officer/ Directo	or

OTHER FILINGS
Annual Report
Fictitious Name
Name Reservation

Limited Liability

Domestication

Other

遊戲	REGISTRATION/
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

Change of Registered Agent

Dissolution/Withdrawal

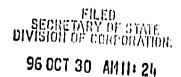
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Examiner's Initials

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



ALL WAY IMPORT AND EXPORT, INC.

(present name)

Pursuant to the provisions of section 607,1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Delete Article One (Corporate name and principal place of business)

"ALL WAY IMPORT AND EXPORT, INC.

8056 N.W. 29th Street Miami, Florida 33122"

Add new name and address in Article One

"ALL WAY IMPORT & EXPORT, INC.

8263 N.W. 64th Street

Miami, Florida 33166"

SECOND: If an amendment provides for an exchange, reclassification or cancellaition of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

Delete Article Sixth (initial board of Directors)

"Name

Address

Nelson Nascimento

8056 N.W. 29th Street

Miami, Florida 33122"

Add Article Sixth

(board of Directors)

"Name Nelson Nascimento Address

8263 N.W. 64th Street

Roger Brum

Miami, Florida 33166"

Delete Article Seventh (Incorporators)

"Incorporator

Address

Nelson Nascimento

8056 N.W. 29th Street

Miami, Florida 33122"

Add Article Seventh (Incorporators)

"Incorporators

Address

Nelson Nascimento

8263 N.W. 64th Street

Roger Brum

Miami, Florida 33166"

THIRD: The date of each amendment(s) adoption:

10/11/1996 ENFLSON NASCHHOUS BROGER BRUM

FOURTH: A toption of Amendment(s) (CHECK ONE)

6	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
<u> </u>	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be argarately provide each group entitled to vote separately on the amendment (s):
	With number of votes cast for the amendment(s) was/were sufficient for approval by 100% of voting group. $^{\circ}$
<u> </u>	The amendment(s) was/were adopted by board of directors without shareholders action and shareholders action was not required.
	The amendment(s) was/were adopted by the incorporators without shareholders action and shareholders action was not required.
	Signed this day 11 of october, 1996
	Signature (By the Chairman or Vice Chairman of the board of Directors, President or other officer if adopted by the shareholders)
	Signature Am
	(By a director if adopted by the directors)

Neison Nascimento as President

Roger Brum as Vice-President

OFFICIAL NOTARY SEAL
JACQUELINE TAGLE
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC154830
MY COMMISSION EXP. APR. 25,1999

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