

5/22/96

FLORIDA DIVISION OF CORPORATIONS

11:42 AM

TO: DIVISION OF CORPORATIONS  
DEPARTMENT OF STATE  
STATE OF FLORIDA  
TALLAHASSEE, FL 32301  
FAX: (904) 241-1000

FROM: BRONE TRADING, CORP.  
190 W. FLORIDA  
SUITE 100  
TALLAHASSEE, FL 32313  
CONTACT: RAY STURMONT  
PHONE: (305) 541-3694  
FAX: (305) 541-3770

*H96000007229*

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: BRONE TRADING, CORP.1  
FAX AUDIT NUMBER: H96000007229  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*[Handwritten signature]*

*696A-256*

DIVISION OF CORPORATIONS

96 MAY 22 PM 2:41

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Prepared By:  
B & L Business  
Elyane Bechtiger  
141 NE 3rd Ave #206  
Miami, FL 33132  
(305) 373-6211



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**ARTICLES OF INCORPORATION**

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TALLAHASSEE, FLORIDA

**ARTICLE I - NAME**

THE NAME OF THIS CORPORATION IS: BRONE TRADING, CORP.

WITH THIS PRINCIPAL PLACE OF BUSINESS LOCATED AT:

3600 YACHT CLUB DRIVE  
SUITE 601  
AVENTURA, FL. 33180

**ARTICLE II - PURPOSE**

THIS CORPORATION SHALL HAVE THE PERPETUAL EXISTENCE AND MAY ENGAGE IN ANY AND ALL LAWFUL BUSINESS UNDER THE LAWS OF THE UNITED STATES AND THE STATE OF FLORIDA.

**ARTICLE III - CAPITAL STOCK**

THIS CORPORATION IS AUTHORIZED TO ISSUE 1,000 SHARES AT ONE DOLLAR (\$ 1.00) PAR VALUE COMMON STOCK.

**ARTICLE IV - PREEMPTIVE RIGHTS**

EVERY SHAREHOLDER, UPON THE SALE FOR CASH OR ANY NEW COMMON STOCK OF THIS CORPORATION, SHALL HAVE THE RIGHT TO PURCHASE THEIR PRO RATA SHARE (AS NEARLY AS MAY BE DONE WITHOUT ISSUANCE OR FRACTIONAL SHARES) AT THE PRICE AT WHICH IT IS OFFERED TO OTHERS.

**ARTICLE V - INITIAL REGISTERED OFFICE**

THE STREET ADDRESS OF THE REGISTERED OFFICE OF THIS CORPORATION IS:

3600 YACHT CLUB DRIVE  
SUITE 601  
AVENTURA, FL. 33180

THE NAME OF THE INITIAL REGISTERED AGENT OF THIS CORPORATION IS:

RICARDO MOGAMES

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**ARTICLE VI – INITIAL BOARD OF DIRECTORS**

THIS CORPORATION SHALL HAVE 1 DIRECTOR(S) INITIALLY. THE NUMBER OF DIRECTORS MAY BE EITHER INCREASED OR DIMINISHED FROM TIME TO TIME THE BY-LAWS, BUT SHALL NEVER BE LESS THAN ONE (1). THE INITIAL DIRECTOR(S) OF THIS CORPORATION IS/ ARE:

LUCIANA P. PIASSAROLLO  
PRESIDENT/DIRECTOR

**ARTICLE VII – INCORPORATOR**

THE NAME AND ADDRESS OF THE PERSON SIGNING THIS ARTICLE IS:

RICARDO MOGAMES  
3600 YACHT CLUB DRIVE  
SUITE 601  
AVENTURA, FL. 33180

**ARTICLE VIII – INDEMNIFICATION**

THE CORPORATION SHALL INDEMNIFY ANY OFFICER OR DIRECTOR, OR ANY FORMER OFFICES OR DIRECTORS TO THE FULL EXTENT PERMITTED BY LAW.

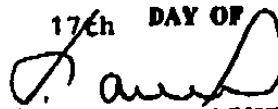
**ARTICLE IX – MANAGEMENT OF CORPORATION SHAREHOLDERS**

ALL CORPORATE POWERS SHALL BE EXERCISED BY OR UNDER THE AUTHORITY OF, AND THE BUSINESS AND AFFAIRS OF THIS CORPORATION SHALL BE MANAGED UNDER THE DIRECTOR OF, SHAREHOLDERS OF THIS CORPORATION.

**ARTICLE X – BY LAWS**

THE POWER TO ADOPT, AFTER, AMEND OR REPEAL BY-LAWS SHALL BE VESTED EN THE BOARD OF DIRECTORS AND THE SHAREHOLDER.

IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS 17th DAY OF MAY OF 1996.

✓   
\_\_\_\_\_  
Incorporator

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**CERTIFICATE DESIGNATING THE ADDRESS AND AN  
AGENT UPON WHOM PROCESS MAY BE SERVED**

**WITNESSETH:**

THAT BRONE TRADING, CORP. DESIRING TO ORGANIZE UNDER  
THE LAWS OF THE STATE OF FLORIDA, WHICH WILL HAVE ITS PRINCIPAL OFFICE IN THE  
COUNTY OF DADE, STATE OF FLORIDA, HAS APPOINTED:

**RICARDO MOGAMES**

**AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THE STATE.**

**ACKNOWLEDGMENT:**

**HAVING BEEN NAMED BY THE FIRST BOARD OF DIRECTORS OF:**

**BRONE TRADING, CORP.**

**TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE  
PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THE CAPACITY OF  
REGISTERED AGENT FOR SAID CORPORATION, AND AGREE TO COMPLY WITH THE  
APPLICABLE PROVISION OF THE FLORIDA STATUTES, THIS:**

**17th DAY OF MAY , 1996.**

  
Registered Agent

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STATE OF FLORIDA)  
 )  
 COUNTY OF DADE )

BEFORE ME, A NOTARY PUBLIC AUTHORIZED TO TAKE ACKNOWLEDGMENTS IN STATE  
 AND COUNTY SET FORTH ABOVE, PERSONALLY APPEARED:  
 RICARDO MOGAMES

KNOWN TO ME TO BE THE PERSON WHO EXECUTED THE FOREGOING ARTICLES OF  
 INCORPORATION, AND HE ACKNOWLEDGED BEFORE ME THAT HE EXECUTED SAME.

IN WITNESS WHEREOF, I HAVE HEREUNDER SET MY HAND AND AFFIXED MY OFFICIAL  
 SEAL,

IN THE STATE AND COUNTY AFORESAID THIS 17th DAY OF MAY

NOTARY PUBLIC  
 STATE OF FLORIDA AT LARGE

FILED  
 96 MAY 22 PM 5:20  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

My commission expires:



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