14790 S.W. 142 Street Miami, 72 33196 Cliv/State/Zip Phone // Office Use Only CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known): (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) □ Walk in Pick up time Certified Copy Mail out Will wait Photocopy Certificate of Status NEW FILINGS AMENDMENTS Profit Amendment Resignation of R.A., Officer/ Director NonProfit Limited Liability Change of Registered Agent **Domestication** Dissolution/Withdrawal Other Merger REGISTRATION/ OTHER FILINGS **AQUALIFICATION Annual Report** Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement Trademark Other Examiner's Initials

CR2E031(1/95)



ARTICLES OF INCORPORATION

OF

PEMAN GROUP, INC.

ARTICLE I NAME

The name of the corporation is PEMAN GROUP, INC. the mailing address is 8089 N.W 67 ST 113, MIAMI, FL 33168

and

ARTICLE 11

NATURE OF BUSINESS

This corporation is being formed for the following purposes: EXPORT

To conduct any and all business activities permitted by the laws of the State of Florida.

To generally have and exercise all powers, rights and privileges necessary, suitable, convenient of proper for the accomplishment of any of the purpose or the attainment of any or all of the objects hereinbefore enumerated or incidental to the purposes and power herein named for the enhancements of the value of the property of the corporation or which at any time appear conducive there to or expedient.

ARTICLES 111

TERMS OF EXISTENCE

This corporation shall have perpetual existence unless somer dissolved in accordance with the laws of the State of Florida. The date in which corporate existence shall begin is the date on which these articles of Incorporation are filed with the Secretary of State Of the State of Florida.

ARTICLE IV

CAPITAL STOCK

This Corporation is authorized to issue 100 shares of \$5.00 par value common stock, which shall be designated "Common Shares".

ARTICLE V

INITAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of Corporation is 14790 S.W. 142 ST, MIAMI, FL 33196 the name of the initial registered agent of this Corporation is MR.PEDRO J. MANRIQUE S.S. 433-75-0756

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This Corporation shall have ONE (1) Director initially. The number of directors may be either increased or diminished from time to time By-Laws, but shall never be less than one (1). The name(s) and address(es) of the initial Directors(s) of this Corporation are:

PEDRO J. MANRIQUE

14790 S.W. 142 ST STREET MIAMI, FL 33196

ARTICLES VII

OFF I CERS

The officers of the corporation shall be as followed:

PEDRO J. MANRIQUE

PRESIDENT/SECRETARY

100 SHARES

ARTICLES VIII

AMENDMENTS TO ARTICLES OF INCORPORATION AND BY-LAWS

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendments hereto and right conferred upon the shareholders is subject to this reservation. Further, the power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders of this Corporation.

ARTICLE IX

POWERS

This Corporation shall have all the Corporate Powers enumerated in the Florida General Corporation Act.

ARTICLE X

DIVIDENDS

Dividends Payable in shares of any class may be paid to holders of shares of any other class.

ARTICLE XI

INDEMNIFICATION

This Corporation Shall Indomnify any and all of its Directors, officers, Employees or agents or former Directors, officers, employees or agents or any persons who may have served at its request as a Director, officers, employee or agent of another corporation, partnership, joint venture, trust or other enterprise in which it owns shares of capital stock or of which it is a creditor, tο the full extent permitted by law. indemnifoation shall include but not limited to, the expenses, including the cost of any judgements, fines, settlements and counsel's fees, actually and necessarily paid or incurred in connection with any action, suit or proceeding, whether civil, criminal, administrative or investigative, and any such person or his legal representative may be made a party or may be threatened to be made a party by reason of his being or having been a Director, officer, employee agent as therein provided the foregoing right of indemnification shall not be exclusive of any other rights to which any Diretor, officer,

employee or agent may be entitled as a matter of law or which he may be lawfully granted.

ARTICLE XII

INCORPORATION

The name and addresses of the persons signing these Articles are:

PEDRO J. MANRIQUE

14790 SW 142 STREET MIAMI, FL 33196

IN WITNESS WHEREOF, the undersigned suboribers have executed these Articles of Incorporation.

Dated: √-15-74

ACKNOWLEDGEMENT

STATE OF FLORIDA)

SS.

COUNTY OF DADE

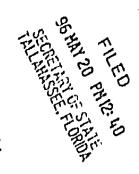
BEFORE Me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared Mr. PEDRO J. MANRIQUE known to me and known by me be the persons who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have here unto set hand and affixed my official seal, in the State of County aforesaid, this // day of // A.D., 1996.

Notary Public

My_commission_expires:____

OFFICIAL NOTARY SEAL
PEDRO AMADOR
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC204545
MY COMMISSION EXP. MAY 19, 1996



CERTIFICATE DESIGNATING REGISTERD AGENT

In pursuance of Chapter 48.091, Florida Statutes, the following is sudmitted in compliance with said Act:

That PEMAM GROUP, INC. desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Certificate of Incorporation, at the City of Miami, County of Dade, State of Florida, has mamed Mr.PEDRO J. MANRIQUE 14790 S.W 142 ST, MIAMI FL 33186 as its agent to accept services of process within this State.

ACKNOWLEDGEMENT:

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