

PUBLIC ACCESS SYSTEM  
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TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY  
DEPARTMENT OF REVENUE 1400 W. FLAGLER ST. MIAMI, FL 33135  
STATE OF FLORIDA  
JULY 19, 1996  
FAX: (305) 541-3770  
PHONE: (305) 541-3770  
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: PARIS TRADING CORP.  
FAX AUDIT NUMBER: H06000010038  
DATE REQUESTED: 07/19/1996  
CERTIFIED COPIES: 1  
NUMBER OF PAGES: 8  
ESTIMATED CHARGE: \$122.60  
CURRENT STATUS: REQUESTED  
TIME REQUESTED: 09:32:01  
CERTIFICATE OF STATUS: 0  
METHOD OF DELIVERY: FAX  
ACCOUNT NUMBER: 072460003256  
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FLORIDA DIVISION OF CORPORATIO  
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EMPIRE CORPORATE KIT

JUL-19-1996 10:19

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PREPARED BY:  
KLYAN BROCKINGTON  
B & L BUSINESS BROKER, INC.  
141 N.E. 3RD AVE SUITE 207  
MIAMI FL 33132 (305) 373-6111

## ARTICLES OF INCORPORATION



### ARTICLE I -- NAME

THE NAME OF THIS CORPORATION IS:

PARIS TRADING CORP

WITH THE PRINCIPAL PLACE OF BUSINESS LOCATED AT:

141 N.E. 3RD AVE SUITE 207 MIAMI - FL 33132

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### 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:

141 N.E. 3RD AVE SUITE 207 MIAMI - FL 33132

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

JOSE ADOLFO AGUIAR

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PREPARED BY:  
ELYANE DECHTINER  
B & L BUSINESS LEGAL, INC.  
141 N.E. 3RD AVE. SUITE 207  
MIAMI FL 33132 (305) 373-6211

#### 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:

JOSE ADOLFO AGUIAR - PRESIDENT

#### ARTICLE VII - INCORPORATOR

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

JOSE ADOLFO AGUIAR  
141 N.E. 3RD AVE SUITE 207  
MIAMI - FL 33132

#### ARTICLE VIII - INDEMNIFICATION

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

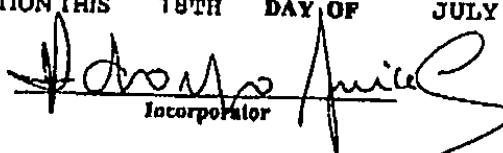
#### ARTICLE IX - MANAGEMENT OF CORPORATION SHAREHOLDERS

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 IN THE BOARD OF DIRECTORS AND THE SHAREHOLDER.

IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS 18TH DAY OF JULY OF 1996.

  
Incorporator

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H96000010038



PREPARED BY:  
ELVANE DECHTINGER  
B & L BUSINESS LEGAL, INC  
141 N.E. 3RD AVE SUITE 207  
MIAMI FL 33132 (305) 373-4311

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

**WITNESSETH:**

THAT PARIS 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:

JOSE ADOLFO AGUIAR

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

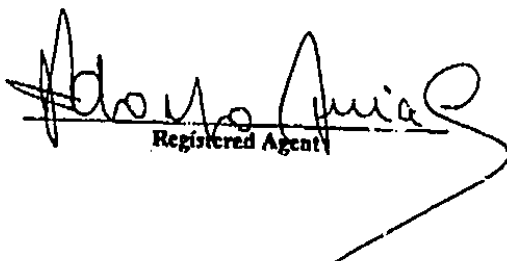
**ACKNOWLEDGMENT:**

HAVING BEEN NAMED BY THE FIRST BOARD OF DIRECTORS OF:

PARIS 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:

18TH DAY OF JULY , 1996.

  
Registered Agent

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PREPARED BY:  
ELYANE WICHTINGER  
'A L. DUVINCKE LEGAL, INC'  
141 N.E. 3RD AVE. SUITE 207  
MIAMI FL 33132 (305) 373-4211

STATE OF FLORIDA)  
COUNTY OF DADE )

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

JOSE ADOLFO AGUIAR

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 18 TH DAY OF JULY , 1996.

  
\_\_\_\_\_  
NOTARY PUBLIC  
STATE OF FLORIDA AT LARGE

My commission expires:



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## SPECIFIC POWER OF ATTORNEY

PREPARED BY:  
ELYANE BECHTINGER  
B & L BUSINESS LEGAL, INC.  
141 N.E. 31ST AVE SUITE 207  
MIAMI FL 33132 (305) 473-6211

BE IT KNOWNED, THAT I, JOSE ADOLFO AGUIAR, OF MIAMI - FL., THE UNDERSIGNED, DO HEREBY GRANT A LIMITED AND SPECIFIC POWER OF ATTORNEY TO B & L BUSINESS LEGAL, INC. OF MIAMI, FL. - AS MY ATTORNEY-IN-FACT. SAID ATTORNEY-IN-FACT SHALL HAVE FULL POWER AND AUTHORITY TO UNDERTAKE AND PERFORM ONLY THE FOLLOWING ACTS ON MY BEHALF: MANAGE THE PROCEDURES IN ORDER TO OBTAIN FEIN #, ANY KIND OF BUSINESS LICENSES, INQUIRE ABOUT LIABILITIES WITH THE I. R. S., FLORIDA DEPARTMENTS, CUSTOMS, AND ANY OTHER GOVERNMENTAL OFFICE. THE AUTHORITY HEREIN SHALL INCLUDE SUCH INCIDENTAL ACTS AS ARE REASONABLY REQUIRED TO CARRY OUT AND PERFORM THE SPECIFIC AUTHORITIES GRANTED HEREIN.

MY ATTORNEY-IN-FACT AGREES TO ACCEPT THIS APPOINTMENT SUBJECT TO ACT AND PERFORM IN SAID FIDUCIARY CAPACITY CONSISTENT WITH MY BEST INTEREST AS MY ATTORNEY-IN-FACT IN THIS DISCRETION DEEMS ADVISABLE.

THIS POWER OF ATTORNEY IS EFFECTIVE UPON EXECUTION. THIS POWER OF ATTORNEY MAY BE REVOKED BY ME AT ANY TIME, AND SHALL AUTOMATICALLY BE REVOKED UPON MY DEATH, PROVIDED ANY PERSON RELYING ON THIS POWER OF ATTORNEY SHALL HAVE FULL RIGHTS TO ACCEPT AND RELY UPON THE AUTHORITY OF MY ATTORNEY-IN-FACT UNTIL IN RECEIPT OF ACTUAL NOTICE OF REVOCATION.

SIGNED UNDER SEAL THIS 18TH DAY OF JULY, 1996.

*Jose Adolfo Aguiar*

STATE OF FLORIDA  
COUNTY OF DADE

On 07 / 18 / 96 before me, ELYANE BECHTINGER personally, appeared

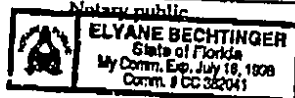
JOSE ADOLFO AGUIAR

Personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is / are subscribed to the within instrument and acknowledged to me that he / she / they executed the same in his/her/their authorized capacity (ies), and that by his / her / their signature(s) on the instrument the person(s), or The entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS MY HAND AND OFFICIAL SEAL.

Signature *Elyane Bechtinger*

(Seal)



Affiant Known ☒ Produced ID       
Type of ID     

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