

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA
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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: HOAZ IMPORT/EXPORT, INC.
FAX AUDIT NUMBER: H98000011392
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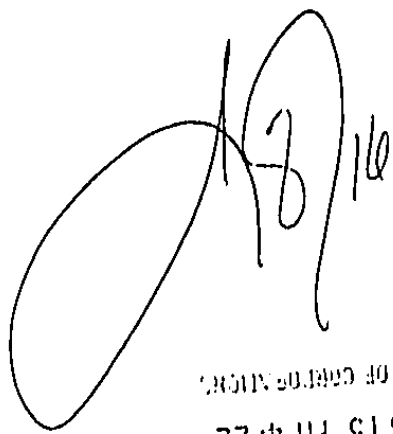
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



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DIVISION OF CORPORATIONS

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STANLEY B. LEWIS
FBN. 0797022
6055 N.W. 7TH AVE.
MIAMI, FL 33150
(305) 551-8954

ARTICLES OF INCORPORATION

RE

BOAZ IMPORT/EXPORT, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, Incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLE I: NAME OF THE CORPORATION

The name of the corporation is BOAZ IMPORT/EXPORT, INC., hereinafter referred to as the "Corporation".

ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and the mailing address of the Corporation is 821 SUPERIOR STREET, OPA-LOCKA, FL 33054.

ARTICLE III: DURATION OF THE CORPORATION

The period of duration of the Corporation shall be perpetual unless dissolved according to law.

ARTICLE IV: PURPOSE OF THE CORPORATION

The purpose for which the Corporation is organized is to engage in any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statute, as amended.

ARTICLE V: AUTHORIZED SHARES

The Corporation is authorized to issue 5,000 shares of common stock with a par value of \$1.00. All stock shall be of one class. The Board of Directors may authorize the issuance of such stock to such person(s) upon such terms and for such consideration as they may deem appropriate. The consideration may consist of any tangible or intangible property or benefit to the Corporation.

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including cash, promissory notes, services performed, promises to perform services evidenced by a written contract, or other securities of the Corporation.

ARTICLE VI: PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights. Every shareholder, upon the sale for cash of any new or reissued stock of the Corporation, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

ARTICLE VII: INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Corporation's initial registered office is 821 SUPERIOR STREET, OPA-LOCKA, FL 33054 and the registered agent at that office is TREVOR COOPER.

ARTICLE VIII: INITIAL BOARD OF DIRECTORS

The Corporation shall have ONE (1) director constituting the Initial Board of Directors. The number of directors may be increased or decreased from time to time by the bylaws.

The Initial Board of Directors of the Corporation shall be comprised of:

TREVOR COOPER
821 SUPERIOR STREET
OPA-LOCKA, FL 33054

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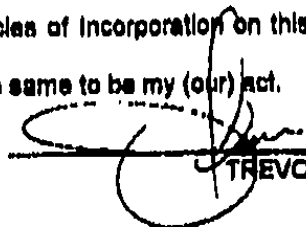
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ARTICLE IX: INCORPORATOR(S)

The Incorporator(s) of the Corporation is (are) as follows:

**TREVOR COOPER
821 SUPERIOR STREET
OPA-LOCKA, FL 33064**

IN WITNESS WHEREOF, I, TREVOR COOPER, the undersigned Incorporator(s), have signed these Articles of Incorporation on this 14th day of August, 1996, and acknowledged the same to be my (our) act.


TREVOR COOPER

STATE OF FLORIDA)

COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 14th day of August, 1996 by TREVOR COOPER, who personally appeared before me at the time of notarization, and who is personally known to me or who produced a STATE OF FLORIDA driver's license as identification.

NOTARY PUBLIC:

SIGN: Stanley B. Lewis

PRINT: STANLEY B. LEWIS
STATE OF FLORIDA AT LARGE



STANLEY B. LEWIS
My Commission 00407767
Expires Sep. 18, 1998
Bonded by HAI
970-422-1555

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

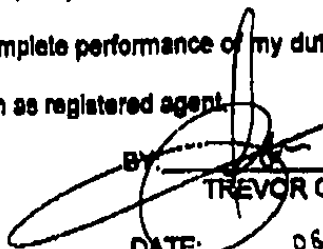
Pursuant to the provisions of Chapters 48.091 and 007.0501 of the Florida Statutes, the following is submitted, in compliance with said Acts:

First-That **BOAZ IMPORT/EXPORT, 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 Opa-locka, County of Dade, State of Florida, has named **TREVOR COOPER**, at 821 SUPERIOR STREET, in the City of Opa-locka, County of DADE, State of Florida, as its agent to accept service of process within this state.

-Acceptance of Agent-

ACKNOWLEDGEMENT:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and to be familiar with and accept the obligations of my position as registered agent.

FILED
AUG 15 PM 5 35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
BY: 
TREVOR COOPER
DATE: 06-14-9

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