

P960000 69552 Chapter Number Only

Veronica 8/00

Requester's Name: Jose Batista Do Nascimento
Address: 848 Beckell Avenue #605
City: Miami, FL 33131
Phone: 350-4000

VALIDATION ONLY

FILED
AUG 21 11 12 AM '96
TALLAHASSEE, FLORIDA

CORPORATION(S) NAME

Performa import & export, Inc.

- Profit
- NonProfit
- Foreign
- Limited Partnership
- Reinstatement
- Certified Copy
- Call When Ready
- Walk In
- Amendment
- Dissolution
- Annual Report
- Reservation
- Photo Copies
- Call If Problem
- Will Wait
- Merger
- Mark
- Other
- Change of Registered Agent
- Certificate Under Seal
- After 4:30
- Mail Out

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

RECEIVED

AUG 21 1996

CERTIFIED COPY

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96 AUG 21 AM 10 25
DIVISION OF CORPORATIONS

Empire Toll Free: 1-800-432-3028

CERTIFICATE OF INCORPORATION
OF
PERFORMA IMPORT & EXPORT, INC.

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is: **PERFORMA IMPORT & EXPORT, INC.**

ARTICLE II. NATURE OF THE BUSINESS

The general nature of this business to be transacted by this corporation is: Any legal business in the State of Florida or in The United States.

To conduct business in, have one or more offices in and sell import, export, buy, hold, mortgage, convey, lease, construction and building or otherwise dispose of real and personal property, including patents, franchises, copyrights, trademarks, and licenses, in the State of Florida, and in all other states and countries.

To conduct debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of property, or other instruments to secure the payment to corporate indebtedness as required.

To purchase the corporate assets of any other corporation and engage in the same or other character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owner of such stock, to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock this corporation is authorized to have outstanding at any time is 1,000. (one thousand) shares of common stock having a nominal of \$1.00 Par/value.

ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this corporation will begin business with is \$ 1,000.00 (One Thousand 00/000.)

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. ADDRESS

The principal address of this corporation in the State of Florida is: 1600 N.W. 135 Street, unit # 306, Miami, Florida, 33181. The Board of Director may, from time to time move the principal office to any other office in Florida.

ARTICLE VII. DIRECTORS

The corporation shall have one Director initially the number of directors may be increased or diminished from time to time, by by-laws adopted by the stockholders, but shall never be less than one (1).

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MAR 21 1980
CLERK OF THE COURT
CORPORATE DIVISION
STATE OF FLORIDA

ARTICLE VIII. SUBSCRIBERS / STOCKHOLDERS / INCORPORATORS

The name and post office address of each subscriber and stockholder to these Articles of Incorporation are:

JOSE ADALTO COSER President
1600 N.W. 135 Street , Miami, Florida ,33 24.5 % STOCK

ELBIA MARIA FERREIRA REIS 24.5% STOCK
1600 N.W. 135 Street ,Miami, Florida,33181

CLIVEL COMERCIO E REPRESENTACOES LTDA.ME
Rua Italiana Pereira Mota, 435, suite # 5 51 % STOCK

ARTICLE IX. REGISTERED OFFICE AND REGISTERED AGENT

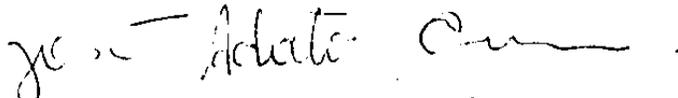
The registered office shall be at: 1600 N.W. 135 Street, unit # 306, Miami, Florida, 33181 and the registered agent being JOSE ADALTO COSER.

ARTICLE X. AMENDMENT

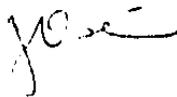
The Articles of Incorporation may be amended in the manner provided by laws. Every amendment shall be approved holders, and approved at a stockholders meeting by a majority of the stock entitled to vote thereon.



JOSE ADALTO COSER
President



CLIVEL COMERCIO E REPRESENTAÇÕES LTDA.ME



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE OR
THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON
PROCESS MAY BE SERVED.**

In compliance with Section 607.34 Florida Statutes, The following is submitted,
in compliance with said Act:

First: That, PERFORMA IMPORT & EXPORT, INC. desiring to organize or
qualify under the laws of the State of Florida with its principal office, as indicated in
the articles of incorporation at city of Miami, County of Dade, and State of Florida
has hereby named JOSE ADALTO COSER of 1600 N.W. 135 Street Miami, Fl
33181 as its agent to accept services of process within this state.

Acknowledgment:

Having been named to accept service of process for the above stated
corporation, at the place designated in this certificate.
I hereby agree to act in this capacity, and I further agree to comply with the
provision of said Act relative to keeping open said office.



JOSE ADALTO COSER
Register Agent.

STATE OF FLORIDA

)SS

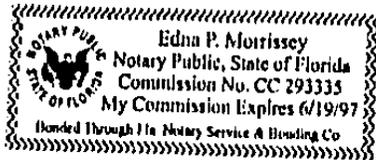
COUNTY OF DADE

I HEREBY CERTIFY : That on this day, before me, a Notary Public the undersigned authority, duly authorize to administer oaths and take acknowledgments, personally appeared, JOSE ADALTO COSERof PERFORMA IMPORT & EXPORT,INC. Who after being duly sworn, executed the foregoing Articles of Incorporation and acknowledge before me that the subscribers to those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, said County and State, on this 8th day of the month of August, 1996.

Edna P. Morrissey
EDNA P. MORRISSEY

NOTARY PUBLIC, STATE OF FLORIDA.



EDNA P. MORRISSEY, FLORIDA

96 AUG 21 PM 12:40

FILED