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Charter Number Only

10-2-96

Requestor's Name
Robert L. Roth, P.A.
Address
P.O. Box 450736
Miami, FL 33245
City State ZIP Phone

VALIDATION ONLY

600001963636
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****122.50 ****122.50

CORPORATION(S) NAME

Aruti International Trading, Inc.

- | | | |
|--|--|---|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Foreign | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Change of Registered Agent |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| | | <input type="checkbox"/> Mail Out |

FILED
96 OCT -3 PM 1:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATION
96 OCT +3 AM 10:41

Empire Toll Free: 1-800-432-3028
RECEIVED

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

CERTIFIED COPY

ARTICLES OF INCORPORATION
OF
ARUTI INTERNATIONAL TRADING, INC.

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TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation is ARUTI INTERNATIONAL TRADING, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida. Corporate existence shall commence at the time of filing of the Articles by the Department of State, State of Florida.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of engaging in the importation of food and liquor from Europe and any other purpose authorized under the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of One Dollar (\$1.00) par value common stock which shall be designated "Common Shares".

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.
Robert L. Roth, P.A.
150 West Flagler Street
Twenty-First Floor
Miami, FL 33130
(305) 358-1001

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation shall be 12204 S.W. 105th Lane, Miami, Florida 33186, and the name of the initial registered agent at that address of this corporation shall be Nelson G. Romeu.

ARTICLE VII - 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 the By-Laws, but shall never be less than one (1). The name and address of the directors of this corporation are:

Nelson G. Romeu
President/Secretary/Treasurer
12204 S.W. 105th Lane
Miami, Florida 33186

Pearl Anita Romeu
Vice-President
12204 S.W. 105th Lane
Miami, Florida 33186

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles is:

Nelson G. Romeu
President/Secretary/Treasurer
12204 S.W. 105th Lane
Miami, Florida 33186

ARTICLE IX - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the Shareholders.

ARTICLE X - SHAREHOLDER QUORUM AND VOTING

The majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

If a quorum is present, the affirmative vote of the majority of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE XI - INDEMNIFICATION


The corporation shall indemnify any officer, director, or any former officer or director, to the full extent permitted by the law.

ARTICLE XII - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 2ND day of October, 1996.

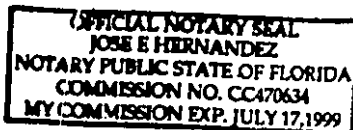
ARUTI INTERNATIONAL TRADING, INC.

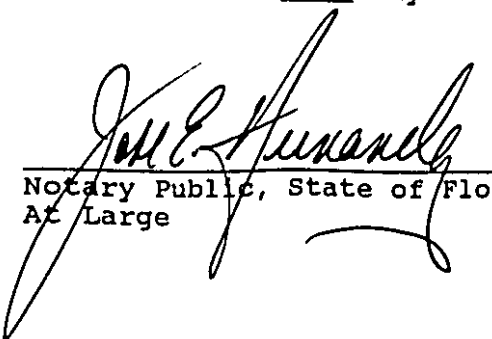
By: 
NELSON G. ROMEU
Incorporator

STATE OF FLORIDA)
) ss:
COUNTY OF DADE)

BEFORE ME, the undersigned authority, duly authorized to take acknowledgements in the State and County aforesaid, personally appeared NELSON G. ROMEU, known to me to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the State and County aforesaid this 2ND day of October, 1996.




Notary Public, State of Florida,
At Large

My Commission Expires:

Affiant is Personally Known by Me.

P-1003/blb

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

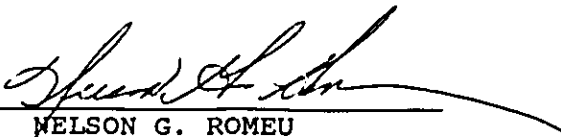
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96 OCT -3 PM 1:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

First, that ARUTI INTERNATIONAL TRADING, INC. desiring to organize under the laws of the State of Florida with its principal offices as indicated in the Articles of Incorporation at City of Miami, Dade County, Florida, has named NELSON G. ROMEU located at 12204 S.W. 105TH Lane, Miami, Florida 33186, County of Dade, State of Florida, as its agent to accept service 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.


NELSON G. ROMEU
Resident Agent