

P 96 0000 86204

Charter Number Only

10/12/96 Sydney

Jose Batista Del Realimiento

Requester's Name

848 Buckell Ave #625

Address

Miami FL 33131

City

State

ZIP

Phone

350-4000 0

VALIDATION ONLY

CORPORATION(S) NAME

Vanil International, Inc.



Empire Toll Free: 1-800-432-3028

RECEIVED  
OCT 18 11 38  
OFFICE OF REGISTRATION

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

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

F. O. H. P. R. E. A. OCT 18 1996

CERTIFIED COPY

**ARTICLES OF INCORPORATE  
OF  
VANIL INTERNATIONAL 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: VANIL INTERNATIONAL, 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 indebtedment 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 indebted 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: 300 THREE ISLAND BOULEVARD, UNIT # 516, HALLANDALE, FLORIDA 33009. 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).

#### ARTICLE VIII. SUBSCRIBERS / STOCKHOLDERS / INCORPORATORS

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

NILO JOSE MINGRONE	President 24.5% Stock
300 THREE ISLAND BOULEVARD, UNIT # 516, HALLANDALE, FL. 33009	
VALTER PIOVANI	Vice-President 24.5% Stock

ASSESSORIA RURAL PECUS S/C LTDA.  
300 THREE ISLAND BOULEVARD, UNIT # 516, HALLANDALE, FL. 33009  
51 % STOCK

#### ARTICLE IX. REGISTERED OFFICE AND REGISTERED AGENT

The registered office shall be at: 300 THREE ISLAND BOULEVARD, UNIT # 516, HALLANDALE, FLORIDA 33009 and the registered agent being NILO JOSE MINGRONE.

#### 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.

  
NILO JOSE MINGRONE  
President

  
ASSESSORIA RURAL PECUS S/C LTDA.

**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, VANIL INTERNATIONAL , 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 Hallandale, Broward, and State of Florida has  
hereby named NILO JOSE MINGRONE of 300 THREE ISLAND BOULEVARD ,  
unit # 516, 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.

  
NILO JOSE MINGROME  
Register Agent.


STATE OF FLORIDA

)SS

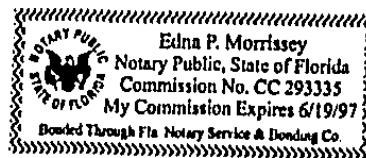
COUNTY OF DADE

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, NILO JOSE MINGRONE of VANIL INTERNATIONAL, INC. a Florida Corporation. 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 17th day of the month of October, 1996.

  
EDNA P. MORRISSEY

NOTARY PUBLIC SEAL.



MY COMMISSION EXPIRES: