P96000093672


C.I.D.E.S.A, INC.
151 Majorca Avenue, Suite C
Coral Gables, FL 33134
(305) 444-8333


November 4th, 1996

100002002541--6
-11/12/96--01076--011
****122.50 ****122.50

Secretary of State
Department of State
Division of Corporations
P.O.Box 6327
Tallahassee, FL 32314

Re: **TEIXERA NUNES CARGO CORPORATION**

Dear Sirs:

We are enclosing the following:

1) Articles of Incorporation of the subject company, duly executed.

2) Check for $ 122.50 covering:

| | |
|---|---|
| Filing Fee | $ 35.00 |
| Certified Copy | 52.50 |
| Registered Agent Designation | 35.00 |
| | $ 122.50 |

96 NOV 12 AM 9:19

FILED

Thank you for your assistance.

Very truly yours,

AL NOV 15 1996

Francisco J. Fernandez

FILED

96 NOV 12 AM 9: 19

# CERTIFICATE OF INCORPORATION
# OF
# TEIXERA NUNES CARGO COMPANY

The undersigned hereby subscribes this certificate of Incorporation for the purpose of forming a corporation under the laws of the State of Florida, subject to the following provisions:

## ARTICLE ONE

The name of the Corporation shall be **TEIXERA NUNES CARGO COMPANY**

## ARTICLE TWO

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

## ARTICLE THREE

The maximun number of shares of stock which the corporation will have outstanding at any time shall be 500 shares of common stock of $1.00 par value per share. All or any part of the capital stock may be paid for either in lawful monies of the United States of America, or in services, at a true valuation thereof.

## ARTICLE FOUR

The corporation shall begin business with a minimum capital in the amount of $ 500.00 ( FIVE HUNDRED 00/100 dollars).

## ARTICLE FIVE

This corporation shall have perpetual existence.

## ARTICLE SIX

Initially the principal office of the corporation shall be located at 151 Majorca Avenue, Suite C, Coral Gables, FL 33134. Other offices for the transaction of business may be located wherever the Directors may deem necessary or expedient.

## ARTICLE SEVEN

The business of the corporation shall be managed by a Board of Directors, whose members need not be stockholders of the corporation. Originally there will be eight directors. The number of directors, not less than one, shall be fixed by resolution of the stockholders at any regular or special meeting, subject to the manner of holding such meetings prescribed by the by-laws.

## ARTICLE EIGHT

The names and post office addresses of the members of the first Board of Directors and officers who shall hold office for the first year of existence of the Corporation or until their succesors are elected of appointed and have qualified are as follows:

## BOARD OF DIRECTORS

Walter Teixera Nunes
Chairman-Director

Tathiana N. Teixera Nunes
Director

Tirso Matos de Mello
Director

Dirma Purificacao de Mello
Director

151 Majorca Avenue, Suite C
Coral Gables, FL 33134.

## ARTICLE NINE

The names and post office addressess of the officers of this corporation are :

Walter Teixera Nunes
President

Tathiana N. Teixera Nunes
Vice-President

Tirso Matos de Mello
Treasury

Dirma Purificacao de Mello
Secretary

151 Majorca Avenue, Suite C
Coral Gables, FL 33134.

## ARTICLE TEN

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

Francisco J. Fernández
151 Majorca Avenue, Suite C
Coral Gables, FL 33134

## ARTICLE ELEVEN

This corporation shall have full power to carry on and transact each or all of the businesses enumerated in Article Two of this Certificate, and shall have all the general and additional powers now and hereafter conferred upon it by law.

## ARTICLE TWELVE

This corporation shall have the power to issue the whole or any part, determined by the Board of Directors, of the shares of the capital stock as partly said, subject to call thereon until the whole thereof shall have been paid.

## ARTICLE THIRTEEN

Upon election of a Board of Directors by the stockholders such Board shall manage the business affairs of this corporation without the necessity of further authority from the stockholders, except as the by-laws of the Board of Directors provide. All holders of common stock shall have the same rights whether their shares be fully or partially paid unless otherwise determined by the Board of Directors at or before the time of issuance thereof.

## ARTICLE FOURTEEN

This corporation shall designate Gabriel Prats, with offices located at 151 Majorca Avenue, Suite C, Coral Gables, FL 33134 as its duly authorized registered agent to be in charge of the Corporate Registered Office as required by state law.

**IN WITNESS WHEREOF**, the undersigned incorporator has hereunto set their hand and affixed their seal on this fourth day of November of 1996.

Francisco J. Fernández

STATE OF FLORIDA
COUNTY OF DADE

Before me , the undersigned authority, duly authorized to adminsiter oaths and take acknowledgments, personally appeared **FRANCISCO J. FERNANDEZ** who first having been duly sworn, executed the foregoing Certificate of Incorporation of : **TEIXERA NUNES CARGO COMPANY** freely and voluntarily for the purpose therein expressed.

**IN WITNESS WHEREOF,** I have hereunto set my and official seal at Coral Gables, Dade County, Florida this fourth day of November of 1996.

Rene Medina -Notary Public-
State of Florida at large
My Commission Expires

NOTARY PUBLIC STATE OF FLORIDA
R. MEDINA
COMMISSION # CC 468650
EXPIRES MAY 31, 1999
BONDED THRU
ATLANTIC BONDING CO., INC.

Personally known ___X____
Type of Identification produced ____________________________

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

In pursuance of Chapter 49.091, Florida Statues, the following is sumitted, in compliance with said act:

**TEIXERA NUNES CARGO COMPANY** desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation as the city of Miami, County of Dade, State of Florida has named **GABRIEL PRATS** with offices at 151 Majorca Avenue, Coral Gables, FL 33134.

Having been named to accept service of process for the above stated corporation, at the 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.

GABRIEL PRATS

FILED
96 NOV 12 AM 9:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P96000093672

Requestor's Name

PRATS FERNANDEZ & COMPANY, P.A.
151 Majorca Ave., Suite C
Coral Gables, FL 33134

City/State/Zip Phone #

Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. ______________ (Corporation Name) ______________ (Document #)

2. ______________ (Corporation Name) ______________ (Document #)

3. ______________ (Corporation Name) ______________ (Document #)

4. ______________ (Corporation Name) ______________ (Document #)

☐ Walk in ☐ Pick up time ______ ☐ Certified Copy

☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

| | NEW FILINGS |
|---|---|
| | Profit |
| | NonProfit |
| | Limited Liability |
| | Domestication |
| | Other |

| | AMENDMENTS |
|---|---|
| | Amendment |
| | Resignation of R.A., Officer/ Director |
| | Change of Registered Agent |
| | Dissolution/Withdrawal |
| | Merger |

| | OTHER FILINGS |
|---|---|
| | Annual Report |
| | Fictitious Name |
| | Name Reservation |

| | REGISTRATION/ QUALIFICATION |
|---|---|
| | Foreign |
| | Limited Partnership |
| | Reinstatement |
| | Trademark |
| | Other |

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4/1/98

C-9/1

| Examiner's Initials | |
|---|---|

CR2E031(1/95)

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 30, 1997

PRATS FERNANDEZDEZ & COMPANY, P.A.
151 MAJORCA AVENUE, SUITE C
CORAL GABLES, FL 33134

SUBJECT: TIEXERA NUNES CARGO COMPANY
Ref. Number: P96000093672

We have received your document for TIEXERA NUNES CARGO COMPANY and your check(s) totaling $35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Our records indicate the current name of the entity is as it appears on the enclosed computer printout. Please correct the name throughout the document.

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6916.

Carol Mustain
Corporate Specialist

Letter Number: 197A00022634

# ARTICLES OF AMENDMENT
# TO
# ARTICLES OF INCORPORATION
# OF

## TIEXERA NUNES CARGO COMPANY

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

### ARTICLE ONE

Henceforth the name of the corporation shall be:
**TEIXEIRA NUNES CARGO COMPANY**

### ARTICLE EIGHT

The names and post office address of the members of the first Board of Directors and officers are:

Walter Teixeira Nunes
Chairman-Director

Tathiana N. Teixeira Nunes
Director

Tirso Matos de Mello
Director

Dirma Purificacao de Mello
Director

151 Majorca Avenue, Suite C
Coral Gables, FL 33134.

## ARTICLE NINE

The names and post office addressess of the officers of this corporation are:

Walter Teixeira Nunes
President

Tathiana N. Teixeira Nunes
Vice-president

Tirso Matos de Mello
Treasury

Dirma Purificacao de Mello
Secretary

151 Majorca Avenue, Suite C
Coral Gables, FL 33134

The shareholders have unanimously approved the adoption of this article on April 17th of 1997. In witness whereof, the undersigned and shareholder of the corporation, Tirso Matos de Mello as Director have hereto set his hand and affixed his seal on this 17th day of April of 1997.

Tirso Matos de Mello/TD

APPROVED