

P96000093675

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

SUBJECT: Cito, Lopes, Inc.
Proposed Corporate Name

800002002428--9
-11/13/96--01066--002
****122.50 ****122.50

Enclosed is an original and one copy of the Articles of Incorporation, a designation of registered agent, and a check for \$ 122.50. Please return one copy of the Articles stamped with the filing date.

FROM: Martti Kalkas
Name
15419 SW 54th Street
Address
Miami, FL 33185
City, State, Zip
(305) 577-9716
Area Code and Phone Number (Daytime)

FILED
96 NOV 12 PM 4:30
SECRETARY OF STATE
TALLAHASSEE FLORIDA

 11/15

ARTICLES OF INCORPORATION OF

Cito, Lopes, Inc.

(Name of Corporation)

ARTICLE I - NAME

The name of this corporation is:

CITO, LOPES, Inc.

with the principal place of business located at:

1112 Weston Road, Suite 244
Weston, Florida 33326

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TALLAHASSEE FLORIDA

ARTICLE II - PURPOSE

This corporation shall have perpetual existence and may engage in any and all lawful businesses under the laws of the United States and the State of Florida.

ARTICLE III - CAPITAL STOCK

The corporation is authorized to issue 1000 shares of common stock with no par value.

ARTICLE IV - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash or any new common stock of this corporation, shall have the right to purchase their pro rate share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V - INITIAL REGISTERED OFFICE

The street address of the registered office of this corporation is:

15419 SW 54 Street
Miami, Florida 33185

The name of the initial Registered Agent of this corporation is:

Martti Kalkas

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors 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 initial directors of this corporation are:

Jose Rubens Lopes, President and Secretary

Carlos Cito, Vice President and Treasurer

ARTICLE VII - INCORPORATORS

The name of and address of the persons signing this article is:

Martti Kalkas
15914 SW 54 Street
Miami, Florida 33185

ARTICLE VIII - INDEMNIFICATION

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

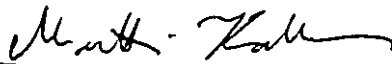
ARTICLE IX - MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the director of, shareholders of this corporation.

ARTICLE X - BY-LAWS

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

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 8 day of November, 1996.



Incorporator

CERTIFICATE DESIGNATING THE ADDRESS AND AN
AGENT UPON WHOM PROCESS MAY BE SERVED

WITNESSETH:

That the Cito, Lopes, Inc. desiring to organize under the laws of the State of Florida, which will have its principal office in the County of Dade, State of Florida, has appointed

Martti Kalkas
15419 SW 54 Street
Miami, Florida 33185

as its agent to accept service of process within the state.

ACKNOWLEDGEMENT:

Having been named by the first Board of Directors of the
Cito, Lopes, Inc.

to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in the capacity of Registered Agent for the said corporation, and agree to comply with the applicable provision of the Florida Statutes, this 8 day of November 1996

Martti Kalkas
Registered Agent

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96 NOV 12 PM 1:10
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TALLAHASSEE FLORIDA