

p 96000/00448
TRANSMITTAL LETTER

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

SUBJECT: CHIRIQUI IMPORT AND EXPORT COMPANY
(Proposed corporate name - must include suffix)

500002025805--4
-12/11/96--01038--007
*****78.75 *****78.75

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: GORDON RANDALL
Name (Printed or typed)

102 NE 2ND ST #300
Address

BOCA RATON FL 33432
City, State & Zip

361-361-9542
Daytime Telephone number

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 DEC 11 PM 1:27

FILED

NOTE: Please provide the original and one copy of the articles.

8N DEC 12 1996

EFFECTIVE DATE

1/1/97

Articles of Incorporation
of
Chiriqui Import and Export Company

FILED
96 DEC 11 PM 1:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

Chiriqui Import and Export Company

The address of the principal office of this corporation shall be 102 N.E. 2nd Street Suite 300 Boca Raton, Florida 33432, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the state of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered agent shall be 102 NE 2nd Street Suite 300 Boca Raton, Florida 33432, and the name of the initial registered agent of the corporation at that address is Gordon M Randall.

ARTICLE V TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Gordon Randall

Dir./Pres./Sec./Treas.

102 N.E. 2nd Street Suite 300 Boca Raton, FL 33432

ARTICLE VII

The effective date of these Articles of Incorporation is January 1, 1997

ARTICLE VIII INCORPORATOR

The name and address of the incorporator to these articles of incorporation:

Gordon M Randall

102 N.E. 2nd Street Suite 300

Boca Raton, FL 33432

The undersigned incorporator has executed these Articles of Incorporation this 5th day of December 1996.


Gordon M Randall, President

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: CHIRIQUI IMERT AND EXPORT COMPANY
2. The name and address of the registered agent and office is:

GORDON RANDALL
(NAME)

102 N.E. 2ND ST #300
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

BOCA RATON FL 33432
(CITY/STATE/ZIP)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(SIGNATURE)

5 DEC 96
(DATE)