

Law Offices Of Michael A. Shapiro

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2665 South Bayshore Drive
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Irwin S. Gars
Of Counsel

Tel: 305-854-6666
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1997000010738

January 7, 1997
Via U.S. Mail

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-01/09/97--01044--011
****122.50 ****122.50

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314-6327

Re: *Q.M.S. Corporation of Florida*

Gentlepersons:

Enclosed please find Articles of Incorporation of *Q.M.S. Corporation of Florida*, in duplicate.

Please file the enclosed and return one copy of same to the undersigned at your earliest opportunity.
A check in the sum of \$122.50 is enclosed as your fee for this service.

Thank you very much for your prompt attention to the foregoing.

Sincerely yours,

Michael A. Shapiro
MICHAEL A. SHAPIRO

Enclosure

cc: Mr. Rafael A. Quevedo

dg: ..lrs...SECTSTAT.107

JAN 15 1997
502
W97-979
FILED
97 FEB -3 PM 5:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

January 15, 1997

LAW OFFICES OF MICHAEL A. SHAPIRO
2665 SOUTH BAYSHORE DRIVE
GRAND BAY PLAZA SUITE M103
COCONUT GROVE, FL 33133-3218

SUBJECT: Q.M.S. CORPORATION OF FLORIDA
Ref. Number: W97000000979

We have received your document for Q.M.S. CORPORATION OF FLORIDA and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6925.

Brenda Baker
Corporate Specialist

Letter Number: 797A00001985

Law Offices Of Michael A. Shapiro

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January 30, 1997
Via U.S. Mail

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314-6327

Re: *Manex Service Corporation*

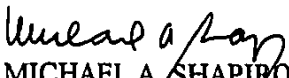
Gentlepersons:

Enclosed please find Articles of Incorporation of *Manex Service Corporation*, in duplicate. Please file the enclosed and return one certified copy of same to the undersigned at your earliest opportunity.

Also enclosed is a copy of your letter dated January 15, 1997. We attempted to file Articles of Incorporation for "Q.M.S. Corporation of Florida," but same were returned unfiled. Our check in the sum of \$122.50 as your fee for filing the Articles was not returned to the undersigned.

Thank you very much for your prompt attention to the foregoing.

Sincerely yours,


MICHAEL A. SHAPIRO

Enclosure

cc: Mr. Rafael A. Quevedo

dg: ..lra...SECTSTAT.130

**ARTICLES OF INCORPORATION
OF
MANEX SERVICE CORPORATION**

FILED
97 FEB -3 PH 5:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned does hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is *MANEX SERVICE CORPORATION*, and its principal office address is: 4970 S.W. 72nd Avenue, Suite 109, Miami, Florida 33155.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of Florida. The company shall be allowed to import and export clothing, accessories, fragrance and cosmetics.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$10.00 par value common stock, which shall be designated as "Common Shares." All of said stock shall be payable in cash, property (real or personal) or labor or services in lieu thereof at a just valuation to be fixed by the Board of Directors.

ARTICLE IV - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

ARTICLE V - TERM

This corporation shall commence its existence on the date of incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE VI - INCORPORATOR

The name and address of the initial incorporator and subscriber hereto is as follows:

Rafael A. Quevedo
4970 S.W. 72nd Avenue, Suite 109
Miami, Florida 33155

ARTICLE VII - BOARD OF DIRECTORS

There shall be at least one (1) member of the Board of Directors of the corporation. The name and address of the party who is/which are to serve as director until the next election are as follows:

Rafael A. Quevedo
4970 S.W. 72nd Avenue, Suite 109
Miami, Florida 33155

The Board of Directors shall serve for a term of one (1) year, and shall be responsible for electing the officers of the corporation. The officers of the corporation shall consist of a President and a Secretary, and such other offices as the Board of Directors may from time to time determine is appropriate in order to carry out the activities of the corporation.

ARTICLE VIII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation and name of the initial registered agent of this corporation is:

Rafael A. Quevedo
4970 S.W. 72nd Avenue, Suite 109
Miami, Florida 33155

ARTICLE IX - OFFICERS

The duties of the officers of the corporation shall be fixed in the By-Laws. Officers shall be elected annually. Officers of the corporation until the next election are as follows:

Rafael A. Quevedo

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 27 day of January, 1997.


RAFAEL A. QUEVEDO, Incorporator

STATE OF FLORIDA }
 } ss:
COUNTY OF DADE }


BEFORE ME, the undersigned authority, appeared RAFAEL A. QUEVEDO, who after being duly sworn and cautioned, stated they read the foregoing Articles of Incorporation, that he/she/they executed same in the capacity set forth therein, that the facts and statements contained therein are true and correct, and he/she/that they executed same for the purposes therein expressed.

SWORN TO AND SUBSCRIBED this 27 day of January, 1997, said County and State.


NOTARY PUBLIC - STATE OF FLORIDA

Affix Commission Expiration Number, Seal, Date and/or Stamp.

Print Name if Not Stamped Below.

 **ANA R. SAAVEDRA**
My Comm Exp. 5/09/99
Bonded By Service Inc
No. CC461487
☐ Personally Known ☐ Other

ACCEPTANCE OF REGISTERED AGENT

The undersigned, having been named to accept service of process for the above-stated corporation, at the place designated herein, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, to wit: Section 607.034 and 607.037 of the Florida Statutes.

DATED: 1/27/97


RAFAEL A. QUEVEDO, Registered Agent