

P97000017216

TRANSMITTAL LETTER

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

SUBJECT: Crossing World Corporation
Proposed Corporate Name

200002089022--2
-02/17/97--01035--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
DIVISION OF STATE
CORPORATIONS
97 FEB 17 PM 3:43

Martti Kalkas GAVE
AUTHORIZATION BY PHONE TO
CORRECT B.A. Address
DATE 2/24/97
DOC. EXAM cf

cf 2/24/97

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 FEB 17 PM 3:43

ARTICLES OF INCORPORATION OF

Crossing World Corporation

(Name of Corporation)

ARTICLE I - NAME

The name of this corporation is:

CROSSING WORLD CORPORATION

with the principal place of business located at:

**10629 Hammocks Blvd., #621
Miami, Florida 33196**

ARTICLE II - PURPOSE

This corporation shall have perpetual existence and it 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 one dollar (\$1.00) par value common stock.

ARTICLE IV - 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 V - 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:

Ronaldo M. Cerviglieri, President and Secretary

Alexsandra F. Andrade, Vice President and Treasurer

ARTICLE VI - INCORPORATORS

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

Martti Kalkas
15419 SW 54 Street
Miami, Florida

ARTICLE VII - INDEMNIFICATION

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

ARTICLE VIII - 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 IX - BY-LAWS

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

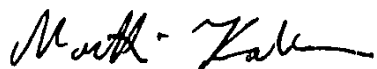
ARTICLE X - SHAREHOLDERS

Affirmative vote of a majority of the shareholders of this corporation entitled to vote shall be required for the authorization of any action of the shareholders of this Corporation. The corporation will initially issue one hundred (100) shares. The names and addresses of each shareholder to the articles of incorporation are as follows:

Ronaldo M. Cerviglieri 50 shares
10629 Hammocks Blvd., #621
Miami, Florida 33196

Alexsandra F. Andrade 50 shares
10629 Hammocks Blvd., #621
Miami, Florida 33196

IN WITNESS WHEREOF, the undersigned incorporators has executed these Articles of Incorporation this 12 day of February, 1997.



Incorporator

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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**CERTIFICATE DESIGNATING THE ADDRESS AND AN
AGENT UPON WHOM PROCESS MAY BE SERVED**

WITNESSETH:

That the Crossing World Corporation desiring to organize under the laws of the State of Florida, which will have its principal office in the County of Dade, Sate of Florida, has appointed

Martti Kalkas
15419 SW 54 Street
Miami, Florida 33185

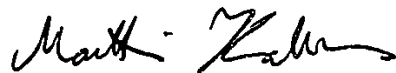
as its agent to accept service of process within the state.

ACKNOWLEDGEMENT:

Having been named by the first Board of Directors of the

Crossing World Corporation

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 12 day of February 1997.



Registered Agent