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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY  
CONTACT: RAY STORMONT  
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: PORT TRADING COMERCIO INTERNATIONAL, INC.

AUDIT NUMBER.....H97000003508

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 8

CERT. COPIES.....0

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Handwritten signature and date: 2/28/97

H9 7000003 508

CERTIFICATE OF INCORPORATION  
OF  
PORT TRADING COMERCIO INTERNATIONAL, INC

FILED  
97 FEB 28 AM 9:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned *subscribers* to these Articles of Incorporation each a natural person competent to contract, hereby associate themselves together to form a corporation under the law of the State of Florida.

ARTICLE I. NAME

The name of this corporation is Port Trading Comercio International, Inc.

ARTICLE II. NATURE OF THE BUSINESS.

The general nature of this business to be transacted by this corporation is any legal business in the State of Florida or in the United States.

To conduct business in, have one or more offices in and sell, import, export, buy, hold, mortgage, convey, lease, construction and building or otherwise dispose of real and personal property, including patents, franchises, copyrights, trademarks, and licenses, in the State of Florida, and in all other states and countries.

To conduct debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of property, or other instruments to secure the payment to corporate in debtment as required.

Prepared By:  
Carlos Solano  
1235 Alton Road  
Miami Beach, FL 33139  
305-674-1681

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To purchase the corporate assets of any other corporation and engage in the same or other character of business.  
To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of shares or the capital stock of, or any bonds, securities, or other evidences or indebted created by any other corporation of the State of Florida or any other state or government, and while owner of such stock, to exercise all the rights, powers and privileges of ownership, including the rights to vote such stock.

### ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock this corporation is authorized to have outstanding at any time is 100 ( One Hundred ) shares of common stock having a nominal of \$100.00 Par/ value.

### ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this corporation will begin business with is \$ 1,000.00 ( One Thousand 0/100 )

### ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

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#### ARTICLE VI. ADDRESS

The initial post office address of this corporation in the State of Florida is: 131 SE 1st Street, Miami Fl. 33131. The board of directors may from time to time move the principal office to any other office in Florida.

#### ARTICLE VII. DIRECTORS

The corporation shall have one director initially. The number of directors may be increased or diminished from time to time, by by-laws adopted by the stockholders, but shall never be less than one (1).

#### ARTICLE VIII. SUBSCRIBERS

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

Roberto Freire Da Fonseca  
131 SE 1st Street, Miami Fl. 33131.

President

#### ARTICLE IX. REGISTERED OFFICE AND REGISTERED AGENT

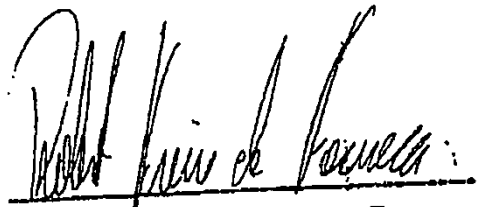
The registered office shall be at 131 SE 1st Street Miami ; Fl. 33131, and the registered agent being Roberto Freire Da Fonseca:

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ARTICLE X. AMENDMENT

This Articles of Incorporation may be amended in the manner provided by laws. Every amendment shall be approved by the board of directors proposed by them to the stockholders, and approved at a stockholders meeting by a majority of the stock entitled to vote thereon.



Roberto Freire Da Fonseca  
President  
Secretary

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STATE OF FLORIDA  
COUNTY OF DADE ) SS

I HEREBY CERTIFY : That on this day, before me, a Notary Public the undersigned authority, duly authorize to administer oaths and take acknowledgments, personally appeared, Roberto Freire Da Fonseca of Port Trading Comercio International, Inc. a Florida Corporation.

Who after being duly sworn, executed the foregoing Articles of Incorporation and acknowledge before me that the subscribers to those Articles on Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, said County and State, on this 26st day of the month of February, 1997.

  
NOTARY PUBLIC SEAL

MY COMMISSION EXPIRES:

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMICILE OR THE SERVICE OF PROCESS WITHIN FLORIDA,  
NAMING AGENT UPON PROCESS MAY BE SERVED.**

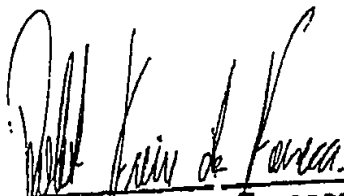
In compliance with Section 607.34 Florida Statutes, the following is  
submitted, in compliance with said act:

**FIRST:** That, Port Trading Comercio International, Inc. desiring to  
organize or qualify under the laws of the State of Florida with its  
principle office, as indicated in the articles of incorporation at city of  
Miami, county of DADE, and state of Florida has hereby named  
Roberto Freire Da Fonseca of 131 SE 1st Street, Miami, Fl. 33131  
as its agent to services of process within this state.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above stated  
corporation, at the place designated in this certificate.

I hereby agree to act in this capacity, and I further agree to comply  
with the provision of said act relative to keeping open said office.

  
Roberto Freire Da Fonseca  
Register Agent.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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STATE OF FLORIDA  
COUNTY OF DADE ) SS

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