

TRANSMITTAL LETTER  
P97000019056

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

000002095230--5  
-02/24/97--01031--007  
\*\*\*122.50 \*\*\*122.50

AMB International Trading, Inc.  
SUBJECT: \_\_\_\_\_  
Proposed Corporate Name

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  
97 FEB 24 AM 8:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

  
2/28

ARTICLES OF INCORPORATION OF

AMB International Trading, Inc

(Name of Corporation)

ARTICLE I - NAME

The name of this corporation is:

AMB International Trading, Inc

with the principal place of business located at:

2000 S. Dixie Hwy., #100  
Miami, Florida 33133

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

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#### 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:

Alexandre M. Barata, President

Ivo Barata, Treasurer

Ivo M. Barata, Secretary

#### ARTICLE VI - INCORPORATORS

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

Alexandre Maranhao Barata  
520 Brickell Key Dr., #1403  
Miami, Florida 33131

#### 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:

Alexandre M. Barata. . . . . 80 shares  
2000 S. Dixie Hwy., #100  
Miami, Florida 33133

Ivo Barata . . . . . 10 shares  
2000 S. Dixie Hwy., #100  
Miami, FL 33133

Ivo M. Barata . . . . . 10 shares  
2000 S. Dixie Hwy., #100  
Miami, FL 33133

IN WITNESS WHEREOF, the undersigned incorporators has executed these Articles of Incorporation this 21 day of February, 1997.

  
Incorporator

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

**WITNESSETH:**

That the AMB International Trading, Inc 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, FL 33185

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

**ACKNOWLEDGEMENT:**

Having been named by the first Board of Directors of the

**AMB International Trading, 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 21 day of February, 1997.



**Registered Agent**

**FILED**  
97 FEB 24 AM 8:20  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA