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FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: FAS-T CORP. AGENTS, INC.

ACCT#: 071001002335

CONTACT: LIDIA FERNANDEZ

PHONE: (305)599-0839

FAX #: (305)716-0346

NAME: MOTEMBO SUPPLY INC.

AUDIT NUMBER.....H97000004156

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

CERT. OF STATUS..1

PAGES..... 8

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*[Handwritten signature]*  
3/11/97

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ARTICLES OF INCORPORATION

WE THE UNDERSIGNED, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, providing for the formation, liability rights, privileges and immunities of corporations for profits.

ARTICLE I NAME

The name of the corporation shall be:

MOTEMBO SUPPLY INC

ARTICLE II NATURE OF BUSINESS

This corporation may engage in any activity or business permitted under the laws of the United State and of the State of Florida.

That the present main business of the corporation is as follows: BUILDING MATERIALS

ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is One Hundred (100) Shares of Common Stock of \$10.00 ( Ten Dollars) par value

ARTICLE IV INITIAL CAPITAL

The amount of capital with which is this Corporation will begin business will not be less than Five Hundred (\$500.00) Dollars.

Prepared by: Jorge Hernandez  
9101 N.W. 112th St.  
Hialeah Gardens, Fl 33018  
(305) 825-3275

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TALLAHASSEE, FLORIDA

ARTICLE V TERM OF EXISTENCE

The Corporation is to have perpetual existence.

ARTICLE VI ADDRESS

The initial address in this State of the principal office of the corporation shall be:

811 East 16 Place  
Hialeah Fla 33010

The board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VII DIRECTORS

This corporation shall have 1 directors initially the number of director may be increased or decreased from time to time in such manner as may be prescribed by the By-Laws but shall never be less than one (1).

The corporation shall indemnify and hold harmless each person who shall serve at any time here after as a director or officer of the corporation, and any person who serves at the request of this corporation, as a director or officer of any other corporation, from and against any all claims and liabilities to which such person shall become subject by reason of this having

heretofore or hereafter being a director or officer of the corporation or by reason of any action alleged to have been heretofore or hereafter taken or omitted by him as such director or officer, and shall reimburse each such person for all legal and other expenses reasonably incurred by him in connection with any claim or liability provided that no person shall be indemnified against, or be reimbursed for, any expenses incurred in connection with any claim or liability as to which it shall be adjudged that such officer or director is liable for negligence or willful misconduct in the performance of his duties.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled nor shall anything herein contained restrict the right of the corporation to indemnify reimburse such person in any proper case even though not specifically herein provided for.

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors or the corporation are pecuniarily or otherwise interested, in or are directors or officers of such other corporation any director individually, or any firm of which any director may be a member, may be party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the corporation,

provided that the fact that he or such firm so interested shall be disclosed or shall have been known to the Board of Directors or such members thereof as shall be present at any meeting of Board at which action upon any such contract or transaction shall be taken; and any director of the corporation who is also a director or officer of such other corporation or is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the Corporation which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with the like force and effect as if he were not such director or officer of such other corporation or not so interested.

#### ARTICLE VIII INITIAL DIRECTORS

The names and addresses of the first Board of Directors and of the officers, who subject to provisions of these Articles of Incorporation, By-Laws of this Corporation and the corporation Laws of The State Of Florida shall hold office the first year of the corporation existence, or until their successors are elected and have qualified, are as follows:

| <u>NAME</u>    | <u>TITLE</u>       | <u>ADDRESS</u>                         |
|----------------|--------------------|--|
| ORESTE ARTEAGA | Pre<br>Sec<br>Trea | 811 East 16 Place<br>Hialeah Fla 33010 |

ARTICLE IX INCORPORATORS

The names and addresses of each incorporators of these Articles of Incorporation are as follows:

| <u>NAME</u>     | <u>ADDRESS</u>                         |
|-----------------|--|
| ORESTES ARTEAGA | 811 East 16 Place<br>Hialeah Fla 33010 |

ARTICLE X OFFICERS

The officers of this Corporation shall be President, one or more Vice President, a Secretary and Treasurer, and such other officers, agents and factors as may deemed necessary.

All officers, agents and factors shall be chosen in such manner, hold their offices for such terms, and have such powers and duties as may be prescribed by the By-Laws or determined by the Board of Directors.

ARTICLE XI AMENDMENT

This Corporation reserves the right to amend, alter change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by Statute, and all rights conferred on stockholders herein granted subject to this reservation.

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ARTICLE XII REGISTERED AGENT  
AND REGISTERED ADDRESS

ORESTES ARTEAGA

811 East 16 Place  
Hialeah Fla 33010

IN THE WITNESS WHEREOF, the undersigned, as suscribing  
incorporators, have here unto set our hands and seals this  
11th day of March 199<sup>7</sup> for the purpose of forming  
this Corporation under the laws of the State of Florida  
these Articles of Incorporations, and certify that the facts  
herein states are true.



Orestes Arteaga

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ACCEPTANCE OF DESIGNATION  
OF RESIDENT AGENT

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The undersigned, named as Resident Agent in the XII  
Articles of Incorporation of MOTEMBO SUPPLY INC  
does hereby accept the designation of Resident Agent and  
agrees to perform those duties until and unless removed  
by th Board of Directors of said Corporation.

Date at miami, Dade County, Florida this 11 th day of  
March, 1997.



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Orestes Arteaga

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97 MAR 11 PM 1:17  
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TALLAHASSEE, FLORIDA

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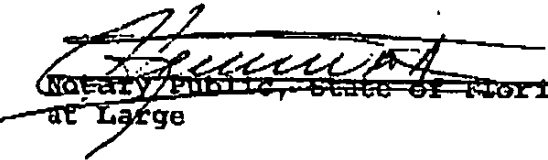
STATE OF FLORIDA  
SS:  
COUNTY OF DADE

BEFORE ME, personally appeared

Orestes Arteaga

known to me to the persons described in and who executed  
the foregoing Articles of Incorporation and acknowledged  
before me that they executed same freely and voluntarily  
for the purposes herein stated.

WITNESS my hand and official seal at Miami, Dade County,  
Florida, this 11th day of March 199 7

  
~~Notary Public, State of Florida~~  
at Large



JORGE E. HERNANDEZ  
My Commission GC668277  
Expires Jun. 23, 2000

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