

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 MAY 27 PM 12:37

P97000046499

May 12, 1997

Florida Department of State
Bureau of Corporate Records
Tallahassee, Florida

400002181484--9
-05/16/97--01076--002
****122.50 ****122.50

Gentlemen:

Enclosed you will find the Articles of Incorporation for ESTELLA ENTERPRISES, INC., along with a check in the amount of \$ 122.50 for filing, certified copy and registration agent fees.

Please send acknowledgement etc. TO: MIGUEL DIAZ, 11604 Kenley Circle, Orlando, Florida, 32824.

RP
5.27-97



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

May 20, 1997

MIGUEL DIAZ
11604 KENLEY CIR.
ORLANDO, FL 32824

SUBJECT: ESTELLA ENTERPRISES, INC.
Ref. Number: W97000011723

We have received your document for ESTELLA ENTERPRISES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please list the street address of each officer/director. If the officer/director does not have a street address, list the mailing address and write (N/A).

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) 487-6929.

Randall Purintun
Document Specialist

Letter Number: 097A00027023

ARTICLES OF INCORPORATION
OF
ESTELLA ENTERPRISES, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida. 97 MAY 27 PM 12:37

ARTICLE I

The name of this corporation shall be ESTELLA ENTERPRISES, INC., and its principal place of business shall be 13814 Osprey Nest, Apt.#38, Orlando, Florida 32837., but it may establish branch offices at any other points deemed advisable by its board of directors with the State of Florida.

ARTICLE II

The purpose or purposes for which the corporation is organized is to engage or transact in any and all lawful activities or business and to do everything necessary, proper, advisable, or convenient for the accomplishment of said purposes, and to do all other things incidental to them or connected with them that are not forbidden by the Florida corporation laws or by any other law, or by these ARTICLES OF INCORPORATION, and to carry out the said purposes in any state, territory, district, or possession of the of the UNITED STATES, or in any foreign country, to the extent that these purposes are not forbidden by the law of the state, territory, district, or possession of the UNITED STATES, or by the foreign country.

ARTICLE III

This corporation shall have a perpetual existence.

ARTICLE IV

The business of the corporation shall be conducted by a president, secretary and treasurer, and a board of directors of one or more members; but the number of directors may be increased or decreased from time to time by the By-laws of the company or by resolution of the Stockholders at any annual or special meeting.

Other offices may, in the same manner, be abolished or created, established and filled.

Any number of such offices may be held and filled by one and the same person.

All officers shall be elected annually by the Directors.

The directors shall be elected by the Stockholders at each annual meeting of the Stockholders which shall be held on the third Wednesday in the first month immediately following the tax year of the corporation, but the date of such annual meeting of the may be changed by the the By-laws or by the Stockholders at any annual or special meeting

ARTICLE V

The Directors shall meet to adopt By-laws and until their successorsshall have been elected or appointed and qualified, the business of the corporation shall be conducted by LUZ STELLA LEISTIKOW as chairman of the Board of Directors and as President./Sec./Treas., and who resides at 13814 Osprey Nest Ln.,Orlando, Fl. 32837.

ACT # 38

ARTICLE VI

The maximum number of shares of stock that are authorized to be issued and outstanding at any one time is FIVE HUNDRED (500) shares of capital stock, which shall have a par value of \$ 1.00 per share. All stock shall be nonassessable, payable in lawful money of the United states of America, or in property, labor, or services at a just valuation to be fixed by the Directors of the corporation at the organizational meeting held after the granting of the charter herein applied for.

ARTICLE VII

The shareholders of the corporation shall have preemptive rights and shall have the right to maintain their percentage ownership of stock for any newly authorized and issued stock of the corporation on the same terms and conditions as offered to new shareholders.

ARTICLE VIII

These Articles of Incorporation may be amended in any manner provided by law. Every amendment shall be approved by the Board of Directors, propose by them to the stockholders and approve at a stockholders meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of the Articles of Incorporation be made.

ARTICLE IX

The name and place of the residence of the subscriber to the capital stock is as follows: LUZ STELLA LEISTIKOW, 13814 Osprey Nest Ln. Apt.#38,Orlando, Florida.32837.

ARTICLE X

This corporation desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, has pursuant to chapter 48.091, florida statues, named MIGUEL DIAZ, residing at 11604 Kenley Circle,(Orlando) Florida, 32824, as its agent to accept service of process with the state.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 MAY 27 PM 12:37

I, the undersigned, being the original subscriber of the capital stock of ESTELLA ENTERPRISES, INC., as herein set forth, does make and file this certificate, hereby declaring and certifying that the facts herein stated are true and that said certificate is made for the purpose of having letters of patent issued for said corporation.

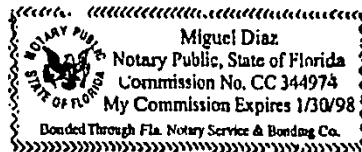
Luiz Stella Leistikow

LUZ STELLA LEISTIKOW

STATE OF FLORIDA
COUNTY OF OSCEOLA

BEFORE ME, the undersigned authority, this day personally appeared LUZ STELLA LEISTIKOW, to me well known and known to me to be the person who subscribed to and signed the above and foregoing for the uses and purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 13TH day of MAY, 1997



Miguel Diaz
MIGUEL DIAZ - NOTARY PUBLIC

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

Miguel Diaz
MIGUEL DIAZ - REGISTERED AGENT