

P97000047719

TRANSMITTAL LETTER

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

SUBJECT: Spel Export Co.
Proposed Corporate Name

400002191824--4
-05/27/97--01099--018
****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
97 MAY 27 AM 11:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

mc 5/30/97

FILED

97 MAY 27 AM 11:10

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF

Spel Export Co.

(Name of Corporation)

ARTICLE I - NAME

The name of this corporation is:

Spel Export Co.

with the principal place of business located at:

3932 Adre Ave.
Miami, Florida 33178-2901

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 5000 shares of common stock with no par value.

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:

Humberto Bessa de Queiroz, President and Secretary

Rachid Nazar Queiroz, Vice President, Treasurer

ARTICLE VI - INCORPORATORS

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

Humberto Bessa de Queiroz
3932 Adre Ave.
Miami, Florida 33178-2901

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.

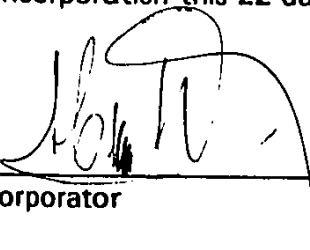
ARTICLE X - SHAREHOLDERS

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 thousand (1000) shares. The names and addresses of each shareholder to the articles of incorporation are as follows:

Humberto Bessa de Queiroz 500 shares
3932 Adre Ave.
Miami, Florida 33178-2901

Rachid Nazar Queiroz 500 shares
3932 Adre Ave.
Miami, Florida 33178-2901

IN WITNESS WHEREOF, the undersigned incorporators has executed these Articles of Incorporation this 22 day of May, 1997.



Incorporator

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

WITNESSETH:

That the Spel Export Co. desiring to organize under the laws of the State of Florida, which will have its principal office in the County of Dade, State 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

Spel Export Co.

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 22 day of May, 1997.



Registered Agent

FILED
97 MAY 27 AM 11:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA