

P97000053746

S

2:47 PM

PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET

(( (H97000010040 8) ))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 0724go50003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: GODD ENTERPRIS, INC.

AUDIT NUMBER.....H97000010040

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

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....0

DEL.METHOD.. FAX

EST.CHARGE.. \$70.00

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX  
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

\*\* ENTER 'M' FOR MENU. \*\*

ENTER SELECTION AND <  
Help F1 Option Menu F2

NUM

Connect: 00:03:53

4

FILED  
97 JUN 18 PM 3:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Bm 6/18/97

497000010040

**ARTICLES OF INCORPORATION**

**ARTICLE I -- NAME**

THE NAME OF THIS CORPORATION IS: **GOD ENTERPRISE, INC.**

WITH THE PRINCIPAL PLACE OF BUSINESS LOCATED AT:

**25 SOUTH EAST 2ND AVENUE #1128  
MIAMI, FLORIDA 33131**

**ARTICLE II -- PURPOSE**

THIS CORPORATION SHALL HAVE THE PERPETUAL EXISTENCE AND MAY ENGAGE IN ANY AND ALL LAWFUL BUSINESS UNDER THE LAWS OF THE UNITED STATES AND THE STATE OF FLORIDA.

**ARTICLE III -- CAPITAL STOCK**

THIS CORPORATION IS AUTHORIZED TO ISSUE 1,000 SHARES OF ONE DOLLAR (\$ 1.00) PAR VALUE COMMON STOCK.

**ARTICLE IV -- PREEMPTIVE RIGHTS**

EVERY SHAREHOLDER, UPON THE SALE FOR CASH OR ANY NEW COMMON STOCK OF THIS CORPORATION, SHALL HAVE THE RIGHT TO PURCHASE THEIR PRO RATA SHARE (AS NEARLY AS MAY BE DONE WITHOUT ISSUANCE OF FRACTIONAL SHARES) AT THE PRICE AT WHICH IT IS OFFERED TO OTHERS.

**ARTICLE V -- INITIAL REGISTERED OFFICE**

THE STREET ADDRESS OF THE REGISTERED OFFICE OF THIS CORPORATION IS:

**25 SOUTH EAST 2ND AVENUE  
SUITE NO. 1128  
MIAMI, FLORIDA 33131  
(305) 358-4004**

THE NAME OF THE INITIAL REGISTERED AGENT OF THIS CORPORATION IS:

**CARLOS ALBERTO G VILARINHO**

FILED  
97 JUN 18 PM 3:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

497000010040

PREPARED BY: GUILLERMO UDETA 2320 WEST 68TH STREET MIAMI, FL. 33166 (305) 568-4514

H97000010040

#### ARTICLE VI - INITIAL BOARD OF DIRECTORS

THIS CORPORATION SHALL HAVE 2 DIRECTOR(S) INITIALLY. THE NUMBER OF DIRECTORS MAY BE EITHER INCREASED OR DIMINISHED FROM TIME TO TIME THE BY-LAWS, BUT SHALL NEVER BE LESS THAN ONE (1). THE INITIAL DIRECTOR(S) OF THIS CORPORATION IS/ ARE:

CARLOS ALBERTO G VILARINHO - PRESIDENT & DIRECTOR / 500 SHARES  
RUI ALBUQUERQUE - VICE PRESIDENT & DIRECTOR / 500 SHARES

#### ARTICLE VII - INCORPORATOR

THE NAME AND ADDRESS OF THE PERSON SIGNING THIS ARTICLE IS:

CARLOS ALBERTO G VILARINHO  
800 CLAUGHTON ISLAND #2602  
MIAMI, FLORIDA 33131

#### ARTICLE VIII - INDEMNIFICATION

THE CORPORATION SHALL INDEMNIFY ANY OFFICER OR DIRECTOR, OR ANY FORMER OFFICES OR DIRECTORS TO THE FULL EXTENT PERMITTED BY LAW.

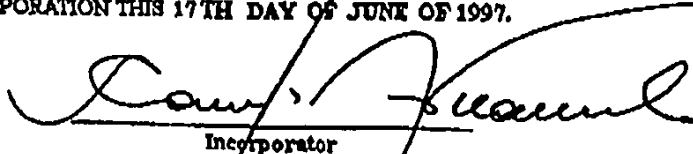
#### ARTICLE IX - MANAGEMENT OF CORPORATION SHAREHOLDERS

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 X - BYLAWS

THE POWER TO ADOPT, AFTER, AMEND OR REPEAL BY-LAWS SHALL BE VESTED IN THE BOARD OF DIRECTORS AND THE SHAREHOLDER.

IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS 17TH DAY OF JUNE OF 1997.

  
Incorporator

  
Incorporator

4491000010040

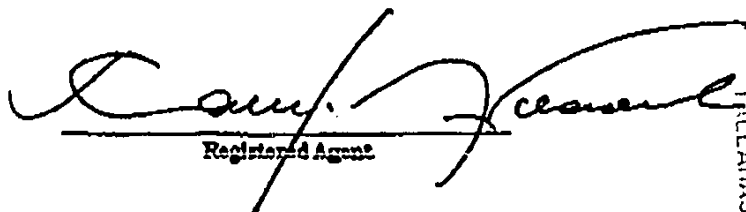
**CERTIFICATE DESIGNATING THE ADDRESS AND AN  
AGENT UPON WHOM PROCESS MAY BE SERVED**

**WITNESSETH:**

THAT GOD ENTERPRISE, INC. 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 CARLOS ALBERTO G VILARINHO, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THE STATE.

**ACKNOWLEDGMENT:**

HAVING BEEN NAMED BY THE FIRST BOARD OF DIRECTORS OF GOD ENTERPRISE, 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 SAID CORPORATION, AND AGREE TO COMPLY WITH THE APPLICABLE PROVISION OF THE FLORIDA STATUTES, THIS 17TH DAY OF JUNE, 1997.

  
Registered Agent

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

97 JUN 18 PM 3:41

FILED

4491000010040