

P97000057437

JOSE A. SANCHEZ  
2460 NW 78th Street  
Miami, Florida 33147

TRANSMITTAL LETTER

June 1, 1997.

Department of State  
Division of Corporations  
George Finestone Boulevard # 409  
East Gaines Street  
Tallahassee, Florida, 32399.

5.170110.12002115-4  
-06213.75-01037-004  
\*\*\*\*\*78.75

subject: CARPINTERIA EL NUEVO MUNDO INC.  
(proposed corporate name:

Enclosed is an original and one copy (1) of the articles of  
incorporation and check # 409 \$ 78.75, covering filing fees  
and certificate.

from:

Jose A Sanchez  
2460 NW 78th Street  
Miami, Florida 33147.

p.o. A. R.

FILED  
97 JUL -1 AM 9:41  
SECRET  
TALLAHASSEE, FLORIDA

Done  
6/4/97  
SJO  
trans



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

June 5, 1997

JOSE A SANCHEZ  
2460 NW 78TH STREET  
MIAMI, FL 33147

SUBJECT: CAPINTERIA EL NUEVO MUNDO INC.  
Ref. Number: W97000013172

We have received your document for CAPINTERIA EL NUEVO MUNDO INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please provide an English translation for the entity's name in your cover letter.

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) 487-6933.

Dana Calloway  
Document Specialist

Letter Number: 797A00030426

**ARTICLES OF INCORPORATION**

**OF**

**CARPINTERIA EL NUEVO MUNDO, INC.**

**(In English)**

**CARPENTRY THE NEW WORLD, INC.**

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SECRETARY  
TALLAHASSEE

The undersigned subscribers of those articles of incorporation, each a natural person, competent to contract, hereby associated themselves together to form a corporation under the laws of the State of Florida.

**ARTICLE I. NAME:**

The name of the corporation is:

**CARPINTERIA EL NUEVO MUNDO, INC**

**(In English)**

**CARPENTRY THE NEW WORLD, INC..**

**ARTICLE II; DURATION**

This Corporation shall have perpetual existence, commencing on the date of execution and acknowledgment of these articles.

**ARTICLE III; PURPOSE**

The purpose is to engage in any activities or business permitted under the laws of the United States and or the State of Florida.

**ARTICLE IV. CAPITAL STOCK.**

This corporation is authorized to issue 1000 shares of one dollar (\$1.00) per value common stock, which shall be designated "Common Shares"

**ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT.**

The name and address of the initial registered agent and office is as follows:

**JOSE A SANCHEZ**

2460 N W 78 Street  
Miami, Florida, 33147

ARTICLE VI. CORPORATION PRINCIPAL OFFICE.

The address of the Corporation principal office is:

2460 NW 78 ST  
Miami, Florida, 33147

The Corporation shall have One (Director (s) initially. The number of directors may be eighter increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law but shall be never be less than one.

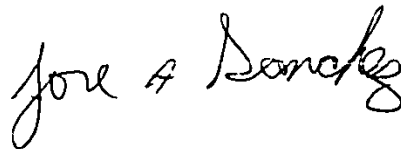
The name and address of the initial board of directors of this corporation are:

**JOSE A SANCHEZ**  
**2460 NW 78<sup>TH</sup> STREET**  
**MIAMI, FLORIDA, 33147**

ARTICLE VIII. INCORPORATION.

The name and address of the Incorporator signing these articles of incorporation are:

**JOSE A SANCHEZ**  
**2460 N W 78<sup>TH</sup> STREET**  
**MIAMI, FLORIDA, 33147**

A handwritten signature in cursive script that reads "Jose A Sanchez".

Signature of Incorporator

ARTICLE IX. AMENDMENT OF ARTICLES.

This Corporation reserves the right to amend or repeal any provisions contained in

these Articles of Incorporation, or any amendment hereto and any right conferred on the shareholders subject to this reservation.

#### ARTICLE X. PRE EMPTIVE RIGHTS.

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued. (Where or not to presently authorized) including shares from the treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and inviting him to exercise his preemptive rights. The right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

#### ARTICLE XI. REMOVAL OF DIRECTORS.

At a meeting of shareholders called expressly for that purpose, any one director of the entire board of directors may be removed with or without cause, by a vote of the holders of the majority of the shares then entitled to vote at an election of directors.

#### ARTICLE XII. Indemnification.

The corporation may be empowered to indemnify any officer or director in the manner set out and provided pursuant to the provisions of Section 607-014 of the Florida Statutes, as amended.

#### ARTICLE XIII. AMENDMENT.

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors and approved at a stockholders meeting by a majority of the shares entitled to vote thereon.

IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATION  
EXECUTED THESE ARTICLES OF INCORPORATION THIS TWENTY  
SEVEN OF MAY OF 1997.

*Jose A. Sanchez*

BEFORE ME, The undersigned authority, personally appeared:

Mr. JOSE A SANCHEZ. To me knows to be the person who executed the foregoing Articles of Incorporation, and he acknowledged to and before me that he executed such instrument.

Sworn and subscribed before me on this May 30/97



MARTHA LOPEZ  
My Commission OC436878  
Expires Feb 02 1999  
Bonded by HAI  
800-422-1556

driver license # S 522-421-58-014-0 Notary Public

Of Florida, my commission

Expires Feb 2/99

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TALLAHASSEE FLORIDA  
SECRETARY OF STATE

**CERTIFICATE OF DESIGNATED REGISTERED AGENT AND REGISTERED OFFICE:**

Pursuant to the provisions of section 607-0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designated the registered office/registered agent, in the State of Florida.

1.- The name of the Corporation is:

**CARPINTERIA EL NUEVO MUNDO, INC.**

*Jose A Sanchez*