

8/11/97

P97000069870

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

5:16 PM

((H97000013160 1))

TO: DIVISION OF CORPORATIONS

FAX #: (850) 922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305) 541-3694

FAX #: (305) 541-3770

NAME: DIAS ENTERPRISES, INC.

AUDIT NUMBER.....H97000013160

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

CERT. OF STATUS..0

PAGES..... 7

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 <CR>:

help F1 Option Menu F2

NUM

Connect: 00:03:03

8

97 AUG 13 11 8:26

BM 8/13/97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 12, 1997

EMPIRE

SUBJECT: DIAS ENTERPRISES, INC.
REF: W97000018549

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

The name conflict is "DIAZ ENTERPRISES, INC."

If you have any further questions concerning your document, please call (850) 487-6931.

Becky McKnight
Document Specialist

FAX Aud. #: H97000013160
Letter Number: 097A00040740

H97000013160
97 AUG 13 11:08:26
STATE OF FLORIDA

CERTIFICATE OF INCORPORATION
OF
DIAS TRADING ENTERPRISES, INC.

The undersigned *subscribers* to these Articles of Incorporation each a natural person competent to contract, hereby associate themselves together to form a corporation under the law of the State of Florida.

ARTICLE I. NAME

The name of this corporation is Dias Trading Enterprises, Inc.

ARTICLE II. NATURE OF THE BUSINESS.

The general nature of this business to be transacted by this corporation is any legal business in the State of Florida or in the United States.

To conduct business in , have one or more offices in and sell, import, export, buy, hold, mortgage, convey, lease, construction and building or otherwise dispose of real and personal property, including patents, franchises, copyrights, trademarks, and licenses, in the State of Florida, and in all other states and countries.

To conduct debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of property, or other instruments to secure the payment to corporate in debtment as required.

To purchase the corporate assets of any other corporation and engage in the same or other character of business.

Prepared by:
Carlos S. Sano
12325 Wilton Rd.
Miami Beach, Fl. 33139

H97000013160

H97000013160

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of shares or the capital stock of, or any bonds, securities, or other evidences or indebted created by any other corporation of the State of Florida or any other state or government, and while owner of such stock, to exercise all the rights, powers and privileges of ownership, including the rights to vote such stock.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock this corporation is authorized to have outstanding at any time is 100 (One Hundred) shares of common stock having a nominal of \$250.00 Par/ value.

ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this corporation will begin business and deposit into a bank account is \$ 1,000.00 (One Thousand 0/100).

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

H97000013160

4970000 13160

ARTICLE VI. ADDRESS

The initial post office address of this corporation in the State of Florida is: 3785 N.W. 82nd Ave. Suite 104, Miami, Fl. 33166. The board of directors may from time to time move the principal office to any other office in Florida.

ARTICLE VII. DIRECTORS

The corporation shall have one director initially. The number of directors may be increased or diminished from time to time, by by-laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VIII. SUBSCRIBERS

The name and post office address of each subscriber to these Articles of Incorporation are:

Roberto Dias

President-Secretary

3785 NW 82nd Ave. Suite 104, Miami, Fl. 33166.

4970000 13160


497000013160

ARTICLE IX. REGISTERED OFFICE AND REGISTERED AGENT

The registered office shall be at 3785 N W 82nd Sulte 104, Miami, Fl. 33166, and the registered agent being Roberto Dias.

ARTICLE X. AMENDMENT

This Articles of Incorporation may be amended in the manner provided by laws. Every amendment shall be approved by the board of directors proposed by them to the stockholders, and approved at a stockholders meeting by a majority of the stock entitled to vote thereon.



Roberto Dias
President
Secretary

497000013160

447 000013160

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE OR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON PROCESS MAY BE SERVED.**

In compliance with Section 607.34 Florida Statutes, the following is
submitted, in compliance with said act:

FIRST: That, Dias Trading Enterprises, Inc. desiring to organize or
qualify under the laws of the State of Florida with its principle office, as
indicated in the articles of incorporation at city of Miami, county of
Dade, and state of Florida has hereby named Roberto Dias of 3785
N.W. 82th Ave, Suite 104, Miami, Fl. 33166, as its agent to accept
services of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated
corporation, at the place designated in this certificate.

I hereby agree to act in this capacity, and I further agree to comply
with the provision of said act relative to keeping open said office.

Roberto Dias

Roberto Dias
Register Agent

97 AUG 19 11 08:26
CLERK OF COURT
CLERK OF COURT

447 000013160

497000013160

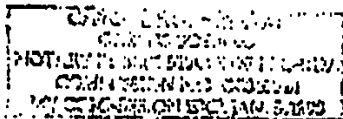
STATE OF FLORIDA
COUNTY OF DADE) SS

I HEREBY CERTIFY : That on this day, before me, a Notary Public the undersigned authority, duly authorize to administer oaths and take acknowledgments, personally appeared, Roberto Dias of Dias Trading Enterprises, Inc. a Florida Corporation.

Who after being duly sworn, executed the foregoing Articles of Incorporation and acknowledge before me that the subscribers to those Articles on Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, said County and State, on this 8th day of the month of August, 1997.

NOTARY PUBLIC SEAL.



MY COMMISSION EXPIRES:

497000013160