

10/22/97

P 97000090939

FLORIDA DIVISION OF CORPORATIONS  
PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET

11:47 AM

((H97000017548 3)))

TO: DIVISION OF CORPORATIONS

FAX #: (850) 922-4001

FROM: EMPIRE CORPORATE KIT COMPANY  
CONTACT: RAY STORMONT  
PHONE: (305) 541-3694

ACCT#: 072450003255

FAX #: (305) 541-3770

NAME: GUSCO MARKETING & TRADING, CORP.

AUDIT NUMBER.....H97000017548

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

CERT. OF STATUS..0

PAGES..... 7

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

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: 00:21:47

FILED  
97 OCT 22 AM 8:09  
TALLAHASSEE, FLORIDA

P. 01-11-11 OCT 23 1997

497000017548

⑦

**ARTICLES OF INCORPORATION  
OF  
GUSCO MARKETING & TRADING, CORP.**

I, the undersigned hereby associate myself for the purpose of becoming incorporated under the laws of the State of Florida, and do hereby adopt the following:

**ARTICLES OF INCORPORATION**

**ARTICLE I**

The name of the corporation shall be:

**Gusco Marketing & Trading, Corp.**

**ARTICLE II**

The general nature of the business to be transacted by the corporation shall include, but not limited to, the following:

A. To conduct a business in the general nature of import, export, retail, wholesale, purchase, sell, market, trade., manufacture, distribute, broker, product representative, product agent.

B. To hold, purchase, mortgage, and convey real estate and personal property in this State and in any of the several states, territories, possessions, and dependencies of the United States, the District of Columbia, and foreign countries; and

Joan Dymond Horenstein, Esquire  
Florida Bar No. 892750  
12661 N.W. 13<sup>th</sup> Court  
Sunrise, Florida 33323  
(954) 845-0869

497000017548

FILED  
97 OCT 22 AM 8:09  
TALLAHASSEE, FLORIDA

497000017548

Gusco Marketing & Trading, Corp.

to apply for, obtain, register, buy, lease, or otherwise dispose of patents, inventions, improvements, processes, trade marks, and trade names used in connection with or secured under Letters Patent of the United States of any foreign country; and to use, develop, and grant licenses in respect of, or otherwise turn to account, any such patents, inventions, improvements, trade marks, trade names, processes or rights.

C. To conduct business at one or more offices in this State or other and foreign countries; to enter into, make, perform, and carry out contracts of every kind and for any lawful purpose with any person, firm, association, or corporation.

D. To issue bonds, debentures, or obligations of the corporation from time to time for any of the objects and purposes of the corporation, and to secure the same by mortgage, pledge, deed of trust, otherwise.

E. To purchase, hold, and re-issue the shares of its capital stock, and to subscribe to, purchase, or otherwise acquire, or to guarantee, or to become surety in respect of, the stock, bonds, or other securities and obligations of other companies.

F. To take, acquire, buy, hold, own, maintain, work, develop, sell, convey, lease, mortgage, exchange, improve, and otherwise seal in and dispose of real state and real property and all other kinds of property of whatsoever nature, whether real, personal or mixed, or any interest of rights therein, without limits as to amounts; to buy, sell, assign, convey, and cancel liens upon personal property and real estate of every kind and nature whatsoever; to act as broker or agent for the purchase, sale, leasing, and management of real estate and the negotiations of loans, to draw, accept, endorse, discount, and deliver bills of exchange, promissory notes, bonds debentures, and other negotiable instruments of whatsoever nature, and to secure the same by mortgage on its property or otherwise.

G. To do all things incidental or conducive to the premises, and to do all and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes on the attainment of any of the subjects herein enumerated or incidental to the powers herein named, or which shall at any time appear conducive or expedient for the protection of benefits of the corporation.

497000017548

4497000017548

Gusco Marketing & Trading, Corp.

H. On general, to carry on any other incidental business in connection with the foregoing, whether manufacturing to otherwise, and to have an exercise all the powers conferred by the laws of the State of Florida and hereby included and prayed for.

### ARTICLE III

The maximum number of shares of stock which this corporation shall have at any time shall be **ONE HUNDRED (100) SHARES**, each share to be **ONE DOLLAR (\$1.00)** per share value, all of which shall become common stock, and the same shall be issued and sold for such consideration as may be fixed by the Boards of Directors thereof. Said shares of stock shall be issued, sold or transferred only in accordance with by-laws of the corporation.

### ARTICLE IV

The amount of capital with which this corporation shall begin business shall be **FIVE HUNDRED AND 00/100 DOLLARS (\$500.00)**.

### ARTICLE V

The existence of the corporation shall be perpetual.

### ARTICLE VI

The principal office and place of business of the corporation shall be, 8050 S.W. 19<sup>th</sup> Court, Davie, County of Broward, Florida, with the privilege of establishing other offices and places of business through the State of Florida and other states and foreign countries.

4497000017548

497000017548

Gusco Marketing & Trading, Corp.

**ARTICLE VII**

The number of Directors of the Corporation shall be ONE (1) or more.

**ARTICLE VIII**

The name and post office address of the Registered Agent of the corporation, designated to accept service of process within this state is: Maria V. Perez, 8050 S.W. 19<sup>th</sup> Court, Davie, Florida 33324.

**ARTICLE IX**

The name and post offices addresses of the subscribers to this Certificate of Incorporation, and the number of shares of stock that each agrees to take, are as follows:

President:	Maria V. Perez, 8050 SW 19 <sup>th</sup> Court, Davie, Fl 33324	100%
Vice-President	Maria V. Perez, 8050 SW 19 <sup>th</sup> Court, Davie, Fl 33324	100%
Secretary	Maria V. Perez, 8050 SW 19 <sup>th</sup> Court, Davie, Fl 33324	100%

**ARTICLE X**

The regulation of the business and the conduct of the affairs of the corporation, and the provisions creating or limiting the powers of the corporation, the Directors, and the stockholders, or any class of stockholders, including provisions governing the issuance of stock certificates replace lost or destroyed stock certificates (provided such provisions are not contrary to the laws of this State) shall be controlled by the

497000017548

H97000017548

Gusco Marketing & Trading, Corp.

By-Laws which shall be adopted by the corporation within sixty days after the corporation shall have been formed, which said By-Laws may, from time to time and whenever necessary, be amended by the Board of Directors of the corporation.

IN WITNESS WHEREOF, the undersigned have hereunto set their hand and seals, this 20th day of October, 1997.

 (SEAL)

STATE OF FLORIDA :  
:CC  
COUNTY OF BROWARD :

I HEREBY CERTIFY that on this day personally appeared MARIA Y. PEREZ, who produced Florida Driver's License No: Personally Known; before me, an officer duly authorized to administer oaths and take acknowledgment, to me well known to be the persons described in and who executed the foregoing Articles of Incorporation, and they acknowledge before me that they executed same freely and voluntarily.

WITNESS my hand and seal this 20th day of October, 1997.

  
NOTARY PUBLIC STATE OF FLORIDA

My commission expires:



H97000017548

497000017548

Gusco Marketing & Trading, Corp.

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted,  
compliance with said Act:

FIRST - that Gusco Marketing & Trading, Corp. desiring to organize under the  
laws of the State of Florida with its principal office, as indicated in the articles of  
Incorporation at City of Davie, Broward County, State of Florida, has named Maria V.  
Perez, located at 8050 S.W. 19<sup>th</sup> Court, City of Davie, County of Broward, State of  
Florida, as its agent to accept service of process within this state.

FILED  
OCT 22 AM 8:09  
TALLAHASSEE, FLORIDA

**ACKNOWLEDGEMENT:**

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

  
\_\_\_\_\_  
Maria V. Perez, Resident Agent

497000017548