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CORPORATION(S) NAME

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CR2E031 (R8-85)

W.P. Verifier

# CERTIFICATE OF INCORPORATION OF INTER-AMERICAN PURCHASING CORP.

The undersigned subscribers to these articles of incorporation hereby associate themselves together to form a corporation under the laws of the State of Florida.

## **ARTICLE I**

#### NAME

The name of this corporation is Inter-American Purchasing Corp.

#### **ARTICLE II**

#### GENERAL NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

#### ARTICLE III

#### CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having a nominal or par value of One (\$1.00) Dollar per share. All said shares shall be payable in cash, property, labor or services at a valuation to be fixed by the Board of Directors at a meeting called for that purpose. Property, labor or services may be purchased or paid for with capital stock at a just valuation to be fixed by the Board of Directors.

#### ARTICLE IV

#### **INITIAL CAPITAL**

The amount of capital with which this corporation will begin business is not less than \$100.00.

#### ARTICLE V

#### **TERM OF EXISTENCE**

This corporation is to exist perpetually.

98 JAN -9 AM IO: 59
SECRETARY OF STATE
TALLAHASSEE, FLORID.

#### ARTICLE VI

#### **ADDRESS**

The initial office address of the principal office of this corporation in the State of Florida is 1066 SW 159th Way, Pembroke Pines, FL 33027. The Board of Directors may from time to time move the principal office to another address in Florida.

#### **ARTICLE VII**

#### **DIRECTORS**

This corporation shall have not less than one director, however, 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.

#### **ARTICLE VIII**

#### **INITIAL DIRECTORS**

The names and post office addresses of the members of the first Board of Directors is:

Office	Name	Address
President/Secretary	Patrick John Costadoni	1066 SW 159th Way Pembroke Pines, FL 33027

#### **ARTICLE IX**

#### **SUBSCRIBER**

The name and post office address of the subscriber of these articles of incorporation, the number of shares of stock that he agree to take and the value of the consideration therefore is:

Name	Address	Shares	Consideration
Patrick John Costadoni	1066 SW 159th Way Pembroke Pines, FL 33027	100	\$100.00

#### ARTICLE X

#### **AMENDMENT**

These articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a stockholders' meeting by two thirds of the stock entitled to vote thereon, unless all the directors

and all the stockholders sign a written statement manifesting their intention that a certain amendment of these articles of incorporation made.

#### <u>ARTICLE XI</u>

#### REGISTERED OFFICE AND REGISTERED AGENT

That Inter-American Purchasing Corp., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at the City of Pembroke Pines, the County of Broward, State of Florida, hereby designates Don Gonzalez, Esq., as registered agent, to accept services within the State. The registered office of the corporation shall be 9050 Pines Blvd., Suite 450-F, Pembroke Pines, FL 33024.

WITNESS the hand and seal of the incorporators in Broward County, State of Florida, this day of Longary, 1998.

INCORPORATOR

Patrick John Costadoni

STATE OF FLORIDA )

) S.S.

COUNTY OF BROWARD)

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, that Patrick John Costadoni, who is personally known to me/who presented the following identification personal known to me/who person

WITNESS my hand and seal at, Broward County, Florida this day of 1998.

Centhia Zanche, Votary Public

Cynthia Sanchez

MY COMMISSION # CC641876 EXPIRES
August 4, 2001

BONDED THRU TROY FAIN INSURANCE, INC

My Commission Expires

### CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.09l, Florida Statutes, the following is submitted:

FIRST: That Inter-American Purchasing Corp., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Pembroke Pines, State of Florida, has named Don Gonzalez, Esq., as its Agent to accept service of process within Florida.

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 provisions of all statutes relative to the proper and complete performance of my duties.

Don Gonzalez, Esq.

Date: January 8, 1998

# CERTIFICATE OF DESIGNATION REGISTERED OFFICE/REGISTERED AGENT

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 designating the registered office/registered agent, in the State of Florida.

- 1. The name of the corporation is Inter-American Purchasing Corp.
- 2. The name and address of the registered agent and office is:

Don Gonzalez, Esq. 9050 Pines Blvd., Suite 450-F Pembroke Pines, FL 33024

Don Gonzalez, Esq.

Date: January 8, 1998

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.