

P98000008446

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 JAN 26 PM 4: 17

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

600002411656--2
-01/26/98--01077--017
****131.25 ****131.25

SUBJECT: SANRO INTERNATIONAL, INC.

EFFECTIVE DATE

1-21-98

Enclosed is an original and two (2) copies of the articles of incorporation and a check for \$ 131.25 corresponding to the Filing Fee, Certified Copy & Certificate.

FROM: Rosa A. Alvarez
910 Michigan Ave., # 302
Miami Beach, FL 33139
(305) 673-3959

Thank you for your attention to this matter.

Sincerely,

Rosa A. Alvarez
Rosa A. Alvarez

D. BROWN JAN 27 1998

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 26 PM 4: 17

EFFECTIVE DATE
1-21-98

ARTICLES OF INCORPORATION
OF
SANRO INTERNATIONAL, INC.

The undersigned, for the purpose of forming a corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

Article I: The name of the Corporation is **SANRO INTERNATIONAL, INC.**

Article II: The corporation may engage in any and all activities and businesses permitted under the laws of the United States and of the State of Florida. The corporation shall have all of the powers vested in a corporation organized under and existing by virtue of the laws of the State of Florida.

Article III: The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 500 shares with a Par Value of \$1.00 per share.

Article IV: The existence of the corporation shall be perpetual. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five (5) days exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

Article V: The street address of the initial registered agent and the initial registered office and mailing office of the corporation is Rosa A. Alvarez and the initial registered agent of the corporation at that address is 910 Michigan Ave., # 302 Miami Beach, FL 33139.

Article VI: The Corporation shall have at least one director initially. The number of directors may be increased or diminished from time to time pursuant to the Bylaws of the corporation, but shall not be less than one nor more than seven.

Article VII:

The name and street address of the member(s) of the first Board of Directors of the Corporation who shall hold office for the first year of the corporation's existence or until a successor is elected and has qualified is:

<u>Name</u>	<u>Address</u>
Rosa A. Alvarez	910 Michigan Ave., # 302 Miami Beach, FL 33139

Article VIII:

Members of the Board of Directors or of any Executive Committee thereof shall be deemed present at a meeting of such Board or Committee if a conference telephone or similar communications equipment, by means of which all persons participating in the meeting can hear each other at the same time, is used.

Article IX:

A director shall not be prohibited or disqualified from voting on any issue, at any time, by reason of the fact that the issue under consideration may involve such director personally, directly, or that it may involve any person, firm, corporation or other entity in which such director has such a direct or indirect interest.

Article X:

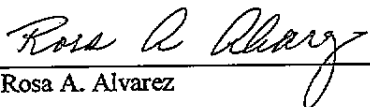
The name and street address of the incorporator signing these articles is:

<u>Name</u>	<u>Address</u>
Rosa A. Alvarez	910 Michigan Ave., # 302 Miami Beach, FL 33139

Article XI:

The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the Board of Directors, but the Board of Directors shall not alter, amend, or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

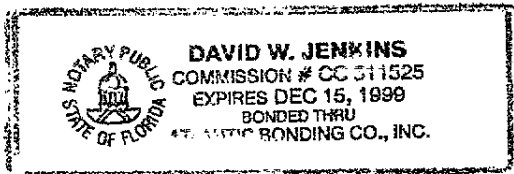
EXECUTED at Miami, Florida this 21 day of Jan., 1998.



Rosa A. Alvarez

STATE OF FLORIDA)
)
COUNTY OF DADE)

BEFORE ME, undersigned authority personally appeared Rosa A. Alvarez, to me known to be the person who subscribed to the foregoing Articles of Incorporation of and acknowledged that she freely and voluntarily executed the said Articles of Incorporation for the purposes therein expressed.

SWORN AND SUBSCRIBED, before me this 25th day of JAN, 1998.





Notary Public, State of Florida
At Large

**CERTIFICATE DESIGNATING REGISTERED AGENT
AND REGISTERED OFFICE**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 26 PM 4:17

In accordance with Chapter 48.091, Florida Statutes, the following designation and acceptance is submitted in compliance thereof.

DESIGNATION:

Desiring to organize under the laws of the State of Florida, hereby designates Rosa A. Alvarez its registered agent and 910 Michigan Ave., # 302, Miami Beach, FL 33139 as its registered office.

ACCEPTANCE:

Having been named as Registered Agent for the above named corporation, I hereby agree to act in such capacity for such corporation as its registered office.

Rosa A. Alvarez

Rosa A. Alvarez

STATE OF FLORIDA)
)
COUNTY OF DADE)

BEFORE ME, the undersigned authority personally appeared Rosa A. Alvarez, to me known to be the Registered Agent of and acknowledged that he freely and voluntarily executed the said Articles of Incorporation for the purposes therein expressed.

SWORN AND SUBSCRIBED, before me this 21st day of Jan., 1998.

[Signature]

Notary Public, State of Florida at Large.

