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LAW OFFICES  
BERNSTEIN & BERGER, P.A.  
SUITE 1707 NEW WORLD TOWER  
100 NORTH BISCAYNE BOULEVARD  
MIAMI, FLORIDA 33132

JEFFREY A. BERNSTEIN  
DAVID S. BERGER

January 22, 1998

TELEPHONE 371-4555  
AREA CODE 305  
FAX 374-1789

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

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-02/05/98--01099--006  
\*\*\*\*122.50 \*\*\*\*122.50

RE: Imex Customs Brokers, Inc.

Gentlemen:

Enclosed you will please find the original and one copies of the Articles of Incorporation of Imex Customs Brokers, Inc. and my check in the amount of \$122.50. Please file these articles and provide a conformed copy to this office in the enclosed stamped, self-addressed envelope.

Thank you for your attention to this matter.

Very truly yours,

LAW OFFICES OF BERNSTEIN & BERGER

BY

JEFFREY A. BERNSTEIN, ESQ.

FILED  
98 FEB -2 PM 2:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

~~178-1784~~  
Dmc  
1-26-98

~~685,2550~~



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

January 26, 1998

JEFFREY A. BERNSTEIN, ESQ.  
SUITE 1707 NEW WORLD TOWER  
100 N BISCAYNE BLVD.  
MIAMI, FL 33132

SUBJECT: IMEX CUSTOMS BROKERS, INC.  
Ref. Number: W98000001784

We have received your document for IMEX CUSTOMS BROKERS, INC., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$122.50.

Please return the original and one copy of 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 (850) 487-6923.

Doris McDuffie  
Corporate Specialist Supervisor

Letter Number: 798A00004295

**FILED**

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**ARTICLES OF INCORPORATION**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, competent to contract, hereby associates and forms a corporation under the laws of the State of Florida.

**ARTICLE I**

The name of this corporation is IMEX CUSTOMS BROKERS, INC.

**ARTICLE II**

The general nature of the business to be transacted by this corporation is to enter into any and all aspects of the customs brokerage business, or any other lawful purpose. It shall have every corporate power granted by the Florida Legislature.

**ARTICLE III**

The maximum number of shares of stock which this corporation is authorized to have outstanding at any time is one hundred (100) shares of common stock, \$1.00 par value.

**ARTICLE IV**

This corporation shall have perpetual existence.

**ARTICLE V**

The address of the principal office and the mailing address of the corporation are as follows:

7500 N.W. 25 Street  
Unit 9  
Miami, FL 33122

#### ARTICLE VI

The street address of the initial registered office of this corporation is:

100 N. Biscayne Blvd.  
Suite 1707  
Miami, FL 33132

and the name of the initial registered agent of this corporation at that address is Jeffrey A. Bernstein.

#### ARTICLE VII

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one. The name and the address of the initial Director of this corporation is:

Alvaro Fabre  
7500 N.W. 25 Street  
Unit 9  
Miami, FL 33122

#### ARTICLE VIII

The name and address of the person signing these Articles is:

Jeffrey A. Bernstein  
100 N. Biscayne Blvd.  
Suite 1707  
Miami, FL 33132

#### ARTICLE IX

Each shareholder shall have the preemptive right to purchase at the price at which it is offered to others, and on the same terms, his or her pro rata share and any authorized and unissued and Treasury Stock of this corporation of the same kind, class or series as that which he or she already holds, which is offered for sale by the corporation.

ARTICLE X

This corporation reserves the right to amend, alter or repeal any provisions contained in this Articles of Incorporation or any amendments to these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the shareholders are subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 22nd day of January, 1998.

  
\_\_\_\_\_  
JEFFREY A. BERNSTEIN

STATE OF FLORIDA:  
COUNTY OF DADE:

BEFORE ME, the undersigned authority, authorized to take acknowledgements in the State and County set forth above, personally appeared JEFFREY A. BERNSTEIN, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 22nd day of January, 1998.



MY COMMISSION EXPIRES:

  
\_\_\_\_\_  
NOTARY PUBLIC, STATE OF FLORIDA

FILED

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

98 FEB -2 PM 2:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

First--That IMEX CUSTOMS BROKERS, INC. 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 Miami, County of Dade, State of Florida, has named Jeffrey A. Bernstein located at 100 N. Biscayne Blvd., Suite 1707, City of Miami, County of Dade, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at the 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.

  
\_\_\_\_\_  
REGISTERED AGENT