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TO: DIVISION OF CORPORATIONS FAX #: (850)922-4001  
FROM: FAS-T CORP. AGENTS, INC. ACCT#: 071001002335  
CONTACT: LIDIA FERNANDEZ  
PHONE: (305)599-0839 FAX #: (305)716-0346  
NAME: OASIS INTERNATIONAL HOLDINGS, CORP.  
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**ARTICLES OF INCORPORATION**

**OF**

**OASIS INTERNATIONAL HOLDINGS, CORP.**

The undersigned do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

**ARTICLE I - NAME AND ADDRESS**

The name of this corporation is : OASIS INTERNATIONAL HOLDINGS, CORP.  
The address of the corporation is 6405 S. W. 116th Place Unit C ,  
Miami, Florida, 33173.

**ARTICLE II - PURPOSE**

This corporation is organized for the purpose of:

1. Transacting any and all lawful business for which a corporation may be incorporated under Florida Statutes.
2. To trade in/and provide import and export services.

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**ARTICLE III - CAPITAL STOCK**

This corporation is authorized to issue 100 shares of no par value common stock, which shall be designated as "Common Shares". All of said stock shall be payable in cash, property (real or personal) or labor or services in lieu thereof at just valuation to be fixed by the Board of Directors.

Prepared By; Professional Associates Group, Inc.  
3550 Biscayne Blvd. Suite 604  
Miami, Florida 33137  
(305) 576-5551

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**ARTICLE IV - VOTING**

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares, with one vote to be cast per share.

**ARTICLE V - TERM OF EXISTENCE**

This Corporation shall have perpetual existence.

**ARTICLE VI - STATUS**

This corporation elects regular corporation status according to applicable State and Federal Laws.

**ARTICLE VII - TERMS**

This corporation shall commence at the time of filing of these articles and shall have perpetual existence.

**ARTICLE VIII - PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he/she already holds, shall have the right to purchase his/her pro rata share thereof (as nearly as may be done without issuance of fractional shares ) at the prices at which it is offered to others.

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**ARTICLE IX - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 6405 S.W 116th Place, Florida, 33173  
the name of the initial registered agent of this corporation is Augustin Conde, whose address is 6405 S.W 116th Place, Unit C Miami, Florida 33173

**ARTICLE X - INITIAL BOARD OF DIRECTORS**

The name and address of the directors of this corporation are:  
Augustin Conde, President, 6405 S.W 116th Place Unit C,  
Miami, Florida, 33173.  
Raul Thomas, Vice-President, 1115 S.W 180th Terrace Pembroke Pines,  
Florida 33029

**ARTICLE XI - INCORPORATOR**

The name and address of the person signing these articles is:  
Augustin Conde 6405 S.W 116th Place Unit C, Miami Florida 33173.

**ARTICLE XII - INITIAL OFFICER**

The name and post office address of the first officers of this corporation, all of whom shall constitute the first Board of Directors, who shall hold office for the first year of its

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existence or until their successors are elected and qualified, are as follows:

**PRESIDENT:**

Augustin Conde 6405 S.W 116th Place, Unit C Miami, Florida 33173.

**VICE PRESIDENT**

Raul Thomas 1115 S.W 180th Terrace Pembroke Pines, Florida 33029.

All of said Directors are of full age and residents of the United States.

**ARTICLE XIII - INDEMNIFICATION**

The corporation shall indemnify any officer or officers or any former officer or director, to the fullest extent permitted by law either now existing or hereinafter enacted.

**ARTICLE - XIV**

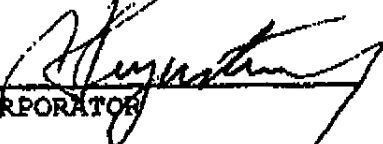
No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of this corporation pecuniarily or otherwise interested in, or are directors, or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed

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or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such corporation, or who it is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such director or officer of such other corporation, or not so interested.

ARTICLE - XV

The private property of the shareholders shall not be subject to the payment of the corporate debts to any extent whatever. The corporation shall have a first lien on the shares of its stockholders and upon the dividends due them for any indebtedness of such stockholders to the corporation.

  
INCORPORATOR

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ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for: OASIS INTERNATIONAL HOLDINGS, corp. place designated in the Articles of Incorporation, Augustin Conde agree to act in this capacity, and agree to comply with the provisions relative to keeping open such office.

Date: 4/8/98

  
Augustin Conde