

OFFICE USE ONLY (Document #)

LAZARUS CORPORATE FILING SERVICE, INC.

(Requestor's Name)

3320 S.W. 87th AVENUE

(Address)

MIAMI, FLORIDA (305)552-5973

(City, State, Zip) (Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

400002495004--6

-04/21/98--01043--006

\*\*\*\*\*78.75 \*\*\*\*\*78.75

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Mega.com Export & Import, Inc. (Corporation Name) (Document #)

2. (Corporation Name) (Document #)

3. (Corporation Name) (Document #)

4. (Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 2:00

☐ Certified Copy

☐ Mail out ☐ Will wait ☐ Photocopy

☒ Certificate of Status

98 APR 21 PM 3:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

NEW FILINGS

<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS

<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS

<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/  
QUALIFICATION

<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

K. Rolfe APR 21 1998

RECEIVED  
98 APR 21  
DEPARTMENT OF STATE  
TALLAHASSEE

Examiner's Initials

**ARTICLES OF INCORPORATION  
OF  
MEGACOM EXPORT & IMPORT, INC.**

FILED  
98 APR 21 PM 3:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby files these Articles of Incorporation in order to form a corporation under the laws of the State of Florida .

**Article I.  
Name**

The name of this Corporation shall be MEGACOM EXPORT & IMPORT., INC.

**Article II  
Address of Corporation**

The mailing address and principal office location of Corporation shall be :  
10317 SW 24<sup>th</sup> St #105  
Miami, Florida 33165

**Article III  
Nature of Business**

The general nature of the business and the activity to be transacted and carried on by this Corporation, is all deliveries related.

**Article IV  
Stock**

The designation of shares, the authorized number of shares, and the par value of the capital stock of the Corporations shall be as follows :

Designation of Class	Number of Shares	Per Value Per Share
Common Stock	1000	\$ .10 Par Value

The holders of the Common Stock shall have voting rights of one vote per share, except as otherwise provided by applicable law.

**Article V**  
**Incorporator**

The name and street address of the Incorporator of this Corporation , is as follows :

Mr. Luis del Carmen Lezama  
5527 West 27<sup>th</sup> Avenue  
Miami, Florida 33016

**Article VI**  
**Term of Corporate Existence**

This Corporation shall exist perpetually, unless dissolved according to law.

**Article VII**  
**Address of Registered Office and Registered Agent**

The street/mailling address of the initial registered office of this Corporation in the State of Florida shall be 513 NW 109<sup>TH</sup> Avenue #2, Miami, Fl 33172. The name of the initial registered agent of the Corporation at the above address shall be Jeannette Rodriguez. The Board of Directors may from time to time change the registered office to any other address in the State of Florida or change the registered agent.

**Article VIII**  
**Number of Directors**

The business of this Corporation shall be managed by a Board of Directors consisting of not fewer than one person , the exact number to be determined from time to time in accordance with the By -Laws.

## **Article IX**

### **Initial Board of Directors**

The names and street addresses of the member of the initial Board of Directors of this Corporation , who shall hold office until the first annual meeting of shareholders , and thereafter until his successors are elected, is as follows :

Mr. Luis del Carmen Lezama - President  
5527 West 27<sup>th</sup> Avenue  
Miami, Florida 33016

Yecenia Acosta Gil – Vice President  
10317 SW 24 Street #105  
Miami, fl 33165

Romulo Ernesto Vizla Flores-Secretary  
10317 SW 24 Street #105  
Miami, Fl 33165

## **Article X**

### **Officers**

The Corporation shall have a President, a Secretary and a Treasurer and may have additional and assistant officers including, without limitation thereto, one or more Vice Presidents , Assistant Secretaries and Assistant Treasurers. A person may hold more than one office.

**Article XI**  
**By -Laws**

The Board of Directors shall adopt By-Laws for the Corporation . The by-laws may be amended, altered or repealed by the shareholders or Directors in any manner permitted by the Bay-Laws.

**Article XII**  
**Indemnification of Directors and Officers**

The Corporation shall indemnify any employee, Director or officer made a party or threatened to be made a party to any threatened , pending or completed action, suit or proceeding to the fullest extent permitted by law.

**Article XIII**  
**Financial Information**

The Corporation shall not be required to prepare and provide a balance sheet and a profit and loss statement to its shareholders. Nor shall the Corporation be required to file a balance sheet or profit and loss statement in its registered office. This provision shall be deemed to have been ratified by the shareholders each year hereafter unless a resolution to the contrary has been adopted by the shareholders.

**Article XIV**  
**Amendment**


These Articles of Incorporation may only be amended by a two thirds vote of the shareholders.

**CERTIFICATE DESIGNATING REGISTERED AGENT  
AND REGISTERED OFFICE**

In compliance with Florida Statutes Sections 48.091 and 607.034, the following is submitted :

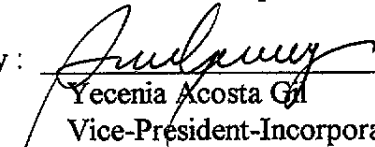
MEGACOM EXPORT & IMPORT, INC., desiring to organize as a corporation under the laws of the State of Florida, has designated 10317 SW 24 Street #105, Miami, Florida 33165, as its initial Registered Office and has named Yecenia Acosta Gil.

By :



Luis del Carmen Lezama  
President-Incorporator

By :



Yecenia Acosta Gil  
Vice-President-Incorporator


Having been named Registered Agent for the above stated corporation, at the designated Registered Office, the undersigned hereby accepts said appointment , and agrees to comply with the provisions of Florida Section Section 48.091 relative to keeping open said office.

By :



Jeannette Rodriguez  
Registered Agent

IN WITNESS WHEREOF, the undersigned , being the original subscribing incorporator to the foregoing Articles of Incorporation has hereunto set his hand and seal this \_\_\_\_\_ day of April , 1998.

 ( SEAL )  
Luis del Carmen Lezama  
Incorporator

STATE OF FLORIDA     )  
                                  )  
COUNTY OF DADE     )

I HEREBY CERTIFY that the foregoing instrument was acknowledged before me this Eleven day of April, 1998, by LUIS DEL CARMEN LEZAMA, who is personally know to me ( YES ) ( NO ) or who produced , Miami, Florida  
DL# L250 520 59 221-0  
as identification and who ( did ) ( did not ) take an oath.

FILED  
98 APR 21 PM 3:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA