

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

**P98000036659**

BUSINESS

Adm<sup>1</sup> International Company

200002495672--2  
-04/22/98--01002--008  
\*\*\*\*\*122.50 \*\*\*\*\*122.50

✓ Art of Inc. File cert.  
LTD Partnership File \_\_\_\_\_  
Foreign Corp. File \_\_\_\_\_  
L.C. File \_\_\_\_\_  
Fictitious Name File \_\_\_\_\_  
Trade/Service Mark \_\_\_\_\_  
Merger File \_\_\_\_\_  
Art. of Amend. File \_\_\_\_\_  
RA Resignation \_\_\_\_\_  
Dissolution / Withdrawal \_\_\_\_\_  
Annual Report / Reinstatement \_\_\_\_\_

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 APR 22 PM 3:25

✓ Cert. Copy \_\_\_\_\_  
Photo Copy \_\_\_\_\_  
Certificate of Good Standing \_\_\_\_\_  
Certificate of Status \_\_\_\_\_  
Certificate of Fictitious Name \_\_\_\_\_  
Corp Record Search \_\_\_\_\_  
Officer Search \_\_\_\_\_  
Fictitious Search \_\_\_\_\_  
Fictitious Owner Search \_\_\_\_\_  
Vehicle Search \_\_\_\_\_  
Driving Record \_\_\_\_\_  
UCC 1 or 3 File \_\_\_\_\_  
UCC 11 Search \_\_\_\_\_  
UCC 11 Retrieval \_\_\_\_\_  
Courier \_\_\_\_\_

RECEIVED  
98 APR 21 PM 3:19  
DIVISION OF CORPORATION

Signature \_\_\_\_\_

Requested by: CS

Name \_\_\_\_\_

Date 4/21

Time 2:50

Walk-In \_\_\_\_\_

Will Pick Up \_\_\_\_\_

PP  
200298



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

April 21, 1998

CAPITAL CONNECTION, INC.  
417 E. VIRGINIA ST.  
STE. 1  
TALLAHASSEE, FL 32301

SUBJECT: A & M INTERNATIONAL COMPANY  
Ref. Number: W98000008925

We have received your document for A & M INTERNATIONAL COMPANY and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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) 487-6929.

Randall Purintun  
Document Specialist

Letter Number: 298A00021508

**ARTICLES OF INCORPORATION  
OF**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

98 APR 22 PM 3:25

**ARTICLE I  
NAME & PLACE OF BUSINESS**

THE NAME OF THE CORPORATION IS **A&M Business International Company**  
THE PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS OF THE CORPORATION  
SHALL BE AS FOLLOWS: 7741 SW 182<sup>ND</sup> TERRACE MIAMI, FL. 33157

**ARTICLE II  
TERM OF CORPORATE EXISTENCE**

THE CORPORATION SHALL EXIST PERPETUALLY UNLESS DISSOLVED ACCORDING TO  
LAW AND SUCH EXISTENCE SHALL COMMENCE AT THE TIME OF THE FILING OF THESE  
ARTICLES OF INCORPORATION BY THE DEPARTMENT OF STATE.

**ARTICLE III  
PERMITTED ACTIVITY**

THE CORPORATION MAY ENGAGE IN ANY ACTIVITY OF BUSINESS PERMITTED UNDER THE  
LAWS OF THE UNITED STATES AND OF THE STATE OF FLORIDA.

**ARTICLE IV  
AUTHORIZED SHARES**

THE AGGREGATE NUMBER OF SHARES WHICH THE CORPORATION SHALL HAVE  
AUTHORITY TO ISSUE SHALL BE 1000 SHARES OF VOTING COMMON STOCK , HAVING AN  
INDIVIDUAL PAR VALUE OF \$ 0.01.

**ARTICLE V  
PREEMPTIVE RIGHTS DENIED**

NO HOLDER OF ANY SHARES OF THE CORPORATION SHALL HAVE ANY PREEMPTIVE  
RIGHT TO PURCHASE, SUBSCRIBE OR OTHERWISE ACQUIRE ANY SHARES OF THE  
CORPORATION OF ANY CLASS NOW OR HEREAFTER AUTHORIZED , OR ANY SECURITIES,  
EXCHANGEABLE FOR OR CONVERTIBLE INTO SUCH SHARES , OR ANY WARRANTS OR ANY  
INSTRUMENTS EVIDENCING RIGHTS OR OPTIONS TO SUBSCRIBE, PURCHASE, OR  
OTHERWISE ACQUIRE SUCH SHARES.

**ARTICLE VI  
REGISTERED OFFICE AND AGENT**

THE INITIAL REGISTERED OFFICE OF THE CORPORATION IS 7741 SW 182<sup>ND</sup> TERRACE  
MIAMI, FL. 33157  
THE INITIAL REGISTERED AGENT AT THAT ADDRESS IS **MAGDA SANTA CRUZ VIEIRA**

**ARTICLE VII  
DIRECTORS**

98 APR 22 PM 3:25

THE BUSINESS OF THE CORPORATION SHALL BE MANAGED BY A BOARD OF DIRECTORS CONSISTING OF NOT FEWER THAN ONE MEMBER, THE EXACT NUMBER TO BE DETERMINED FROM TIME IN ACCORDANCE WITH THE BY-LAWS AND ANY SHAREHOLDERS AGREEMENT IN EFFECT.

THE NAME AND ADDRESS OF THE MEMBER OF THE FIRST BOARD OF DIRECTORS WHO SHALL SERVE UNTIL THE FIRST ANNUAL MEETING OF SHAREHOLDERS OR UNTIL HIS SUCCESSORS IS ELECTED AND QUALIFIED SHALL BE:

NAME(S)  
ALEXANDRE LENFERS  
MAGDA SANTA CRUZ VIEIRA

**ARTICLE VIII  
INCORPORATOR**

THE NAME AND ADDRESS OF THE INCORPORATOR IS: MAGDA SANTA CRUZ VIEIRA

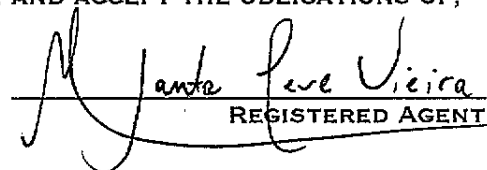
**ARTICLE IX  
INDEMNIFICATION**

EVERY PERSON NOW OR HEREAFTER SERVING AS DIRECTOR, OFFICER OR EMPLOYEE OF THE CORPORATION SHALL BE INDEMNIFIED AND HELD HARMLESS BY THE CORPORATION FROM AND AGAINST ANY AND ALL LOSS, COST, LIABILITY AND EXPENSE THAT MAY BE IMPOSED UPON OR INCURRED BY HIM IN CONNECTION WITH OR RESULTING FROM ANY CLAIM, ACTION, SUIT OR PROCEEDING, IN WHICH HE MAY BECOME INVOLVED, AS A PARTY OR OTHERWISE, BY REASON OF HIS BEING OR HAVING BEEN A DIRECTOR, OFFICER OR EMPLOYEE OF THE CORPORATION, WHETHER OR NOT HE CONTINUES TO BE SUCH AT THE TIME SUCH DIRECTOR, OFFICER OR EMPLOYEE SHALL BE ADJUDGED IN ANY CLAIM ACTION, SUIT OR PROCEEDING TO BE LIABLE FOR HIS OWN GROSS NEGLIGENCE OR WILLFUL MISCONDUCT IN THE PERFORMANCE OF DUTY. EXPENSES (INCLUDING ATTORNEYS' FEES) INCURRED IN DEFENDING ANY CLAIM ACTION, SUIT OR PROCEEDING MAY BE PAID BY THE CORPORATION IN ADVANCE OF THE FINAL DISPOSITION OF SUCH A PROCEEDING.

IN WITNESS WHEREOF, I HAVE SIGNED THESE ARTICLES OF INCORPORATION THIS

  
INCORPORATOR

PURSUANT TO SECTION 607.034, FLORIDA STATUTES, HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS AT THE PLACE DESIGNATED IN THESE ARTICLES OF INCORPORATION, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND AGREE TO COMPLY WITH THE PROVISIONS OF CHAPTER 49.091, FLORIDA STATUTES, RELATIVE TO KEEPING OPEN SAID OFFICE. I AM FAMILIAR WITH, AND ACCEPT THE OBLIGATIONS OF, SECTION 607.325, FLORIDA STATUTES.

  
REGISTERED AGENT