7136 (Requestor's Name) 3320 S.W. 87th AVENUE (Address) MIAMI, FLORIDA (305)552-5973(City, State, Zip) LOCAL REPRESENTATIVE TALLAHASSE OFFICE USE ONLY CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) Walk in Pick up time Certified Copy Mail out Will wait Certificate of Status btocopy NEW FILINGS **AMENDMENTS** Profit Amendment NonProfit Resignation of R.A., Officer/Director Change of Registered Agent Limited Liability Dissolution/Withdrawal Domestication Merger Other REGISTRATION/ OTHER FILINGS QUALIFICATION Annual Report Foreign Fictitious/Name Name Reservation Examiner's Initials CR2E031(9/92)



FLORIDA DEPARTMENT OF STATES!ON OF CORPORATION

May 28, 1998

LAZARUS

MIAMI, FL

SUBJECT: SAM TRADING CORP. Ref. Number: W98000012162

We have received your document for SAM TRADING CORP.. However, the document has not been filed and is being returned for the following:

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) 487-6934.

Loria Poole Corporate Specialist

Letter Number: 098A00029945



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

May 29, 1998

LAZARUS

MIAMI, FL

SUBJECT: SAM TRADING OF MIAMI CORP.

Ref. Number: W98000012162

We have received your document for SAM TRADING OF MIAMI CORP.. However, the document has not been filed and is being returned for the following:

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.

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If you have any questions concerning the filing of your document, please call (850) 487-6934.

Loria Poole Corporate Specialist

Letter Number: 398A00030399

98 JUN -8 PM 2: 43
DIVISION OF CORPORATION

CERTIFICATE OF INCORPORATION

OF'

MEL'S TRADING CORP.

WE, the undersigned, in order to form a corporation of the profit for the purposes hereinafter stated, under and pursuant to the provisions of the Florida Statutes, do hereby subscribe to this Certificate of Incorporation, and do adopt the following Articles of Incorporation:

ARTICLES OF INCORPORATION

ARTICLE I.

The name of this Corporation shall be: MEL'S TRADING CORP.

ARTICLE II.

The general nature of the business and the objects and purposes to be transacted and carried on by this corporation shall be:

(a). The corporation will engage in any activity or business permitted under the laws of the State of Florida and of the United States of America.

firm, association or corporation, town, city, county, state, territory or government.

- (c) To purchase or otherwise acquire, and to hold, own, maintain or otherwise dispose of and deal in land and leaseholds, and any interest, estate and rights in real property, and personal or mixed property, and any franchises, rights, licenses or privileges necessary, convenient or appropriate for any of the purposes herein expressed and to have any and all powers above set forth as fully as natural personas, whether as principals, agents, trustees or otherwise.
- (d) To guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of shares of the capital stock of, or any other corporation or corporations organized under the laws of the State of Florida or any other state or government, and while the owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote thereon.
- (e) To purchase, hold, sell and transfer the shares of its own capitol stock; provided it shall not use its funds or property for the purchase of its own shares of capitol stock except for the surplus of its assets over its liabilities including capital; and provided further that shares of its own capitol stock belonging to it shall not be voted upon directly or indirectly, nor counted as outstanding for the purposes of any stockholders' quorum or vote.
- (f) To do all and everything necessary and proper for the accomplishment of the objects enumerated in these Articles of Incorporation or any amendment to the Certificate of Incorporation as necessary or incidental to the protection and benefit of this lawful business necessary or incidental to the attainment of the objects of this corporation whether or not such business is similar in nature to the objects set forth in these Articles of Incorporation and to do any and all things herein before set forth to the same extent as natural persons might or could do.

ARTICLE III.

The maximum number of shares of stock which this corporation shall have outstanding at any time, shall be one hundred

[100] shares, all of which shall be of \$1.00 par value, and each of which shares shall be issued fully paid and non-asseassable,

meeting, or any other meeting held for that purpose.

ARTICLE IV.

The initial registered office of the corporation is: 1227 Euclid Ave; Apt #6, Miami Beach, FL 33139 and the initial registered agent at such address is: JAMES J. GONZALEZ.

ARTICLE V.

This corporation is to have perpetual existence.

ARTICLE VI.

The initial Post Office Address of the principal office of this corporation in the State of Florida is: 1227 Euclid Ave, Apt.#6, Miami Beach, FL 33139.

The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

ARTICLE VII.

This Corporation shall have one (1) directors, initially. The number of directors may be increased or diminished from time to time by by-laws adopted by the stockholders, but shall never be less than one.

ARTICLE VIII.

The names and post office addresses of the first Board of Directors and officers of this corporation, who shall hold office for the first year of its existence or until their successors are elected and qualified, are as follows:

James J. Gonzalez 1227 Euclid Avenue Apt. # 6 Miami Beach, FL 33139 Director President Secretary Registered Agent The names and post office addresses of the subscribers to this Certificate of Incorporation and the number of shares each agrees to take and the value of the consideration paid threof, the total aggregate amount of which is not less than the amount of capital with which the corporation will begin business, is as follows:

NAME	ADDRESS	SHARES	VALUE
James J. Gonzalez	1227 Euclid Avenue Act. # 6	100 .	\$100.00
	Miami Beach, FL 33139		· · · · · · · · · · · · · · · · · · ·

ARTICLE X.

The management and control of the business of this corporation shall be continued under the directions of the Board of Directors by the officers who shall be elected by the Board of Directors, to-wit: a President; one or more Vice-Presidents; a Treasurer and a Secretary; one or more of said officers may hold on or more offices.

ARTICLE XI.

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon.

ARTICLE XII.

In furtherance, and not in limitation of the powers conferred by Statute, the Board of Directors is expressely authorized:

provided the amendments thereto are not inconsistent with the by-laws adopted by the stockholders.

- (b). To authorize and cause to be executed mortgages and liens upon the real and personal property of this corproation.
- (c). To set apart out of any funds of the corporation available for dividends a reserve or reserves in the manner in which it was created.
- (d). When and as authorized by the affirmative vote of stockholders of record holding stock in the corporation entitling them to exercise at least a majority of the voting power given at a stockholders' meeting duly called for that purpose, or when authorized by the written consent of stockholders of record holding stock in the corporation entitling them to exercise at least a majority of the voting power, to sell, lease, or exchange all of its property and assets, including its good will and its corporate franchises, or any property of assets essential to the business of the corporation, upon the terms and conditions as its Board of Directors deem expedient and for the best interests of the corporation.

IN WITNESS WHEREOF, the incorporators have hereunto set their respective hands and seals this 25th, day of Ma $_{\star}$.

- day of times	, <u>20</u> .
X/1- /J	_(SEAL)
James J. Gonzalez	
	(SEAL)
	(SEAL)
	_(SEAL)
	(SEAL)

STATE OF FLORIDA)
COUNTY OF DADE)

I HEREBY CERTIFY, that on this day, before me a Notary Public, duly authorized in the state and county named above to take acknowledgements, personally appeared James J. Gonzalez

to me known to be the persons described as subscribers in and who executed the foregoing Articles of Incorporation and acknowledged before me that they subscribed to those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, Miami-Dade County, Florida this 25th day of May 1998.

<u>___N</u>

OTARY PUBLIC, STATE OF FLORIDA at Large.

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CC487222 MY COMMISSION EXP.

SEPT 16,1999

STATE OF FLORIDA)
COUNTY OF DADE)

ACCEPTANCE BY REGISTERED AGENT:

Having been named as Registered Agent and to accept service of process for the above named corporation at the place designated in this Articles, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties and I am familiar with and accept the obligations of my position as Registered Agent.

DATE: May 26, 1998

Registered Agent

James J. Gonzalez

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