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FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: PLANET IMPORT & EXPORT CORPORATION

AUDIT NUMBER.....H98000012670

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

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OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PLANET IMPORT AND EXPORT CORPORATION

CORPORATE NAME AND PRINCIPAL PLACE OF BUSINESS

Planet Import and Export Corporation
501 76th Street Suite 3
Miami Beach, Florida 33141

ARTICLE II

CORPORATE EXISTENCE

The existence of the corporation shall be perpetual. Corporate existence shall begin upon the filing of the Articles of Incorporation by the Florida Department of State.

ARTICLE III

NATURE OF CORPORATE BUSINESS

The Corporation may engage in any activity or business permitted under the laws of the United States and under the laws of the State of Florida.

ARTICLE IV

CAPITAL STOCK

This Corporation is authorized to issue a maximum of five hundred (500) shares of stock. The shares authorized shall be common stock, having a par value of one dollar (\$1.00) per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

George G. Sirota, P.A. 200 South Biscayne Blvd. Suite 4600 Miami FL 33131-2310
(305) 373-1995 FL293849

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ARTICLE V

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

**Elisana Aparecida Petta
501 76th Street Suite 3
Miami Beach, Florida 33141**

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This Corporation shall have one director initially. The number of directors may be either increased or decreased from time to time according to the by-laws, but shall never be less than one.

The name and address of the initial director of this Corporation is:

<u>NAME</u>	<u>ADDRESS</u>
Elisana Aparecida Petta	501 76th Street Suite 3 Miami Beach, Florida 33141

The members of this Board of Directors shall hold office until the first annual meeting of stockholders of the Corporation.

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ARTICLE VII

INCORPORATORS

The name and post office of the Incorporator executing these Articles of Incorporation is as follows:

INCORPORATOR

Elisana Aparecida Petta

ADDRESS

501 76th Street Suite 3
Miami Beach, Florida 33141

The undersigned, being the original subscriber to these Articles of Incorporation, for the purpose of forming a Corporation for profit and to do business both within and without the State of Florida, do hereby make, subscribe, acknowledge and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true and, accordingly, has hereunto set her hands and seals this

8th day of July, 1998.



Elisana Aparecida Petta

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STATE OF FLORIDA)

) SS

COUNTY OF DADE)

BEFORE ME, the undersigned authority, duly authorized in the State of Florida,
County of DADE, to take acknowledgments, personally appeared , ELISANA
APARECIDA PETTA, the person described as Incorporator in the foregoing Articles of
Incorporation and who presented the following identification FL DR LC P300-201-65-924-1

WITNESS my hand and seal at Miami, DADE County, Florida
this 8th day of July, 1998.


Notary Public
State of Florida

My Commission expires:



MAHIA FATIMA SIROYA
My Commission CC580511
Expires Jun 10, 2000

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**CERTIFICATE DESIGNATING REGISTERED
AGENT FOR SERVICE OF PROCESS**

Pursuant to Chapter 48.091, Florida Statutes, the undersigned hereby designates
ELISANA APARECIDA PETTA, as its registered Agent to accept service of
process within this State.



Elisana Aparecida Petta

The undersigned hereby accepts the foregoing designation as Registered Agent for
service of process within the State of Florida, and agrees to comply with the provisions of
the law applicable to said designation.



Elisana Aparecida Petta

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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