

TRANSMITTAL LETTER

P98000067694

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-07/30/98--01078--025
****131.25 ****131.25

SUBJECT: FREEBOURNE INTERNATIONAL TRADE CORPORATION
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☒ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Richard N. Freeth
Name (Printed or typed)

3250 West Trade Ave.
Address

Miami, Florida 33133
City, State & Zip

(305) 443-7810
Daytime Telephone number

FILED
98 JUL 30 AM 8:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

7-27-98

NOTE: Please provide the original and one copy of the articles.

IN 8-4-98

**ARTICLES OF INCORPORATION
OF
FREEBOURNE INTERNATIONAL TRADE CORPORATION**

The undersigned Incorporator, for the purpose of organizing and establishing a corporation pursuant to the laws of the State of Florida, does hereby adopt the following Articles of Incorporation and does hereby agree and certify as follows.

FILED
98 JUL 30 AM 8:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE I
NAME OF CORPORATION**

EFFECTIVE DATE

7-27-98

The name of the corporation is **FREEBOURNE INTERNATIONAL TRADE CORPORATION**, and it's mailing address in: 3250 West trade Ave. #18 Miami, FL 33133

**ARTICLE II
TERM OF CORPORATE EXISTENCE**

The corporation shall exist perpetually unless dissolved according to law, and such existence shall commence on the date of execution and acknowledgment of these Articles of Incorporation.

**ARTICLE III
PURPOSE OF PERMITTED ACTIVITY**

The general purpose of the Corporation shall be the transaction of any and all lawful business or activities, and the Corporation shall have all the powers now and hereafter granted to corporations under Florida law and all other applicable law.

**ARTICLE IV
AUTHORIZED SHARES**

The aggregate number of shares which the Corporation shall have the authority to issue shall be Five Thousand (5,000) shares of voting common stock with \$1.00 par value per share.

**ARTICLE V
PREEMPTIVE RIGHTS**

Each shareholder of the Corporation shall have the preemptive right to purchase, subscribe for or otherwise acquire, pro-rata, 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 of any instrument evidencing rights or options to subscribe for, purchase or otherwise acquire such shares.

**ARTICLE VI
DIRECTORS**

The business of the Corporation shall be conducted by a Board of Directors consisting of not fewer than one person, but the exact number will be determined in accordance with the bylaws and the needs of the Corporation.

The names and corresponding addresses of the initial Board of Directors who shall serve until their successors are appointed are:

Richard N. Freeth	3250 West Trade Ave. #18 Miami, FL 33133
Cecy deCastro Nobre Freeth	3250 West Trade Ave. #18 Miami, FL 33133
Alain Sady Villafranca	389 Reflections Dr. Virginia Beach, VA 23452

ARTICLE VII AMENDMENTS TO THE BYLAWS

Any amendments to the bylaws of the Corporation must be approved by a two-thirds majority of the Board of Directors.

ARTICLE VIII REGISTERED OFFICE AND AGENT

The initial office of the Corporation shall be located at: 3250 West Trade Ave. #18, Miami, FL 33133. The Registered Agent located therein is Richard N. Freeth.

ARTICLE IX OFFICERS

The initial officers of the Corporation, and their designations, are as follows:

<u>Name</u>	<u>Title</u>
Richard N. Freeth	Executive Director & Operations Manager
Cecy deCastro Nobre Freeth	Executive Officer
Alain Sady Villafranca	Executive Officer

ARTICLE X INCORPORATOR

The name and address of the incorporator is: RICHARD N. FREETH at 3250 West Trade Ave. #18, Miami, FL 33133

ARTICLE XI INDEMNIFICATION

Any person who serves as an officer, agent or employee of the Corporation shall be indemnified and held harmless by the Corporation from and against any and all loss, costs, liability and/or expense that may arise from any legal claim, action or proceeding, which may arise by reason of his or her being an officer of, or otherwise being associated with, the Corporation.

Any expenses incurred (including legal fees) in defending any claim, suit or legal proceeding which may be paid by the Corporation may be paid in advance of the final disposition of such proceeding.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation this 27th day of July, 1998.


RICHARD N. FREETH
Incorporator

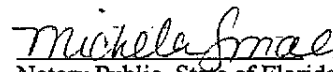
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98 JUL 30 AM 8:07
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

STATE OF FLORIDA)
) SS
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared RICHARD N. FREETH, who is to me well known and to be the person described herein and who subscribed the above Articles of Incorporation and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have here set my hand and official seal at Miami, Miami-Dade County, Florida this 27th day of July, 1998.

EFFECTIVE DATE
7-27-98


Notary Public, State of Florida
Name (print): Michelle Small
My Commission Expires:



Michelle Small
MY COMMISSION # CC754020 EXPIRES
June 24, 2002
BONDED THRU TROY FAIR INSURANCE, INC.

CERTIFICATE OF REGISTERED AGENT

Pursuant to Chapter 607.352 of the Florida Statutes, the following is submitted in compliance with Florida Law.

That **FREEBOURNE INTERNATIONAL TRADE CORPORATION**, desiring to incorporate under the laws of the State of Florida, has named RICHARD N. FREETH, with an address of 3250 West Trade Ave. #18, Miami, FL 33133, as it's agent to accept service of process within the State.

ACKNOWLEDGMENT

Having been named as registered agent to accept service of process for the above-stated Corporation, at the place designated in the certificate, I hereby accept the appointment and agree to act in this capacity. Further, I agree to comply with the provisions of said Act relative to the keeping of my corporate office, and have familiarized myself with obligations of my position as registered agent.

Dated this 27th day of July, 1998.


RICHARD N. FREETH