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MACIEL TRADING CORPORATION  
C/O A & T ACCOUNTING & TAXES, INC.  
7098 BONITA DRIVE  
MIAMI BEACH, FLORIDA 33141

November 18, 1998

Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

500002695095-1  
-11/24/98-01034-004  
\*\*\*\*\*122.50 \*\*\*\*\*78.75

In Re: Incorporation of Maciel Trading Corporation  
To Whom It May Concern,

Enclosed please find the Articles of Incorporation for the aforementioned corporation together with the Registered Agent Certificate and filing fees. Please file same and return the original recorded Articles and corresponding certificate to the following address:

Maciel trading Corporation  
c/o A & T Accounting & Tax Service  
7098 Bonita Drive  
Miami Beach, FL 33141

If you should have any questions, please do not hesitate to contact us at (305) 868-5365 or at the above styled address.

Sincerely yours,

  
Anthony L. Trullenque

jt/IT

Enclosures

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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B. BROCK DEC 1 1998

AMENDMENT OF  
ARTICLES OF INCORPORATION  
OF  
MACIEL TRADING CORPORATION

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The undersigned, for the purpose of associating to establish a corporation for the transaction of the business and the promotion and conduct of the objects and purposes hereinafter stated, under the provisions and subject to the requirements of the Laws of the State of Florida, and we do hereby file these Articles of Incorporation in writing and do hereby state as follows, to wit:

ARTICLE ONE  
NAME

The name of the corporation is:

MACIEL TRADING CORPORATION

ARTICLE TWO  
DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE  
PURPOSE

The general nature and purpose of this corporation is to engage in the following activities:

A.) The authority to engage in and transact, within and without the State of Florida or the United States, any and all lawful activities permitted under the laws of the United States and/or of the State of Florida for which

corporations may be incorporated under Chapter 607 of the Florida Statutes;

B.) The Corporation may more particularly engage in the following businesses and/or activities:

1.) To engage in the Import/Export industry for the import and export of all goods and products, both durable and other, within the United States and throughout the world;

2.) To engage in the business of landscaping, sales and merchandising without limit of scope and to include any and all other collateral industries;

3.) To engage in the computer industry including but not limited to the repair, service, manufacture and development of computers, computer components and any and all items related directly or indirectly to computers, and arising out of or in connection with the computer industry.

4.) To engage in the business of selling computers, service, parts and educational training materials, classes and formal class instructions and all other products arising from or in connection with the computer industry including the sale of same in both the United States and throughout the world as wholesalers and/or retailers;

5.) To engaged in the retail and/or wholesale business in durable and non-durable products which includes but is not limited to cellular telephones, internet providers, laptop

computers, exports, programs systems, and entertainment products;

6.) To engage in the business of video and telecommunications including but not limited to retail sales.

7.) To engage in the retail sales of video and telecommunication products including but not limited to digital electronic products, computer communications, entertainment videos, audio, software and hardware.

8.) To engage in the business of selling of computer accessories including but not limited to cables, connectors, screens and workstations;

9.) To engage in the business of importing and exporting commodities, goods and any and all other materials, supplies and exportable/importable items permitted under the respective laws of the corresponding jurisdiction;

10.) To engage in the money brokerage business as permitted under the respective jurisdiction in which said business shall be effected;

11.) To engage in the real estate business as principal, agent, broker, and in any lawful capacity, and generally to take, lease, purchase, or otherwise acquire, and to own, use hold (including holding for investment), sell, convey, exchange, lease, mortgage, work, clear, improve, develop, divide, and otherwise handle, manage operate, deal in and dispose of real estate, real property, lands, multiple dwelling structures, houses, buildings, and other works and

any interest or right therein;

12.) Furthermore, the corporation may take lease, purchase or otherwise acquire, and own, use, hold, sell, convey, exchange, hire, lease, pledge, mortgage, and otherwise handle, and deal in and dispose of, as principal, agent, broker, and in any lawful capacity, such personal property, chattels, rights, easements, privileges, choses in action, notes, bonds, mortgages, and securities as may lawfully be acquired, held, or disposed of, and to acquire, purchase, sell, assign, transfer, dispose of, and in general deal with, as principal, agent, broker, and in any lawful capacity, mortgages and other interests in real, personal and mixed properties;

13.) To engage and/or carry on a general construction, contracting, building, and realty management business, as principal, agent, representative, contractor, subcontractor, and in any other lawful capacity;

14.) To engage in any and all real estate activities both domestic and foreign and effect the purchase and sale of all kinds of real estate property of whatever nature and wherever situated.

15.) And to engage in the any and all commercial or other lines of business or businesses as the corporation may deem advisable.

ARTICLE FOUR  
CAPITAL STOCK

This corporation shall be authorized to issue one kind of stock which shall be deemed to be Common Stock. The total number of authorized shares shall be one hundred Thousand (100,000) shares. Each share representing 1/100,000 of the ownership of the company. The Corporation shall assign a NO PAR VALUE to each and every share of Common Stock.

ARTICLE FIVE  
REGISTERED AGENT AND CORPORATE OFFICE

The name and street address of the initial registered agent of this corporation is:

Carlos Antonio Maciel  
130 South Shore Drive, Ste. # 4F  
Miami Beach, Florida 33141

The corporate address and/or corporate headquarters shall be located at:

130 South Shore Drive, Ste. # 4F  
Miami Beach, Florida 33141

ARTICLE SIX  
INITIAL BOARD OF DIRECTORS

The corporation shall have one (1) director initially. The name and address of the initial director of the corporation is:

Carlos Antonio Maciel  
130 South Shore Drive, Ste. # 4F  
Miami Beach, Florida 33141

ARTICLE SEVEN  
INCORPORATORS

The initial incorporator is as follow:

Carlos Antonio Maciel  
130 South Shore Drive, Ste. # 4F  
Miami Beach, Florida 33141


ARTICLE EIGHT  
BY-LAWS

The initial By-laws of this corporation shall be adopted by the directors and shall be altered, amended or repealed from time to time by the Board of Directors.

ARTICLE NINE  
AMENDMENT OF ARTICLES OF INCORPORATION

The shareholders are given the right to amend or repeal any provision contained in these Articles of Incorporation, provided that a majority of the shareholders approve of such amendment or repeal. Amendments to the Articles of Incorporation shall be adopted and approved in the manner set forth under Florida law by the shareholders.

IN WITNESS WHEREOF, we the undersigned, being all the incorporators hereinabove named, do hereby certify that the above Articles of Incorporation are acknowledged and agreed upon among us and we have accordingly set our hands and seals this 18th day of November, nineteen hundred and ninety Eight (1998).

  
\_\_\_\_\_  
Carlos Antonio Maciel

STATE OF FLORIDA           )  
                                  )  
COUNTY OF MIAMI-DADE    )

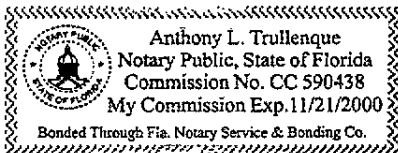
BEFORE ME, a Notary Public authorized to take  
acknowledgments in the State of Florida County of Miami-Dade,  
personally appeared :

CARLOS ANTONIO MACIEL

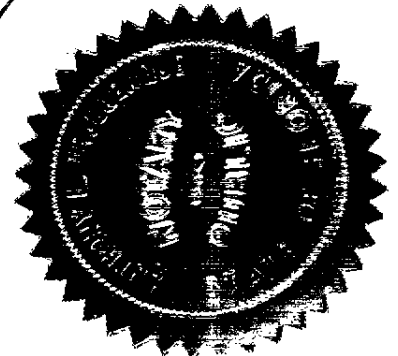
and known to me and known by me to be the persons who  
executed the foregoing Amendment to the Articles of  
Incorporation of Maciel Trading Corporation, a Florida  
Corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and  
affixed my official seal, in the State and County aforesaid,  
this 18th day of November, nineteen hundred and ninety  
Eight (1998).

My commission expires:



  
Notary: State of Florida





DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED.

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PURSUANT TO THE FLORIDA STATUTES, the following is submitted  
in compliance with said Statutes:

FIRST--That MACIEL TRADING CORPORATION is  
qualified to do business under the laws of the State of  
Florida with its principal office at 130 South Shore  
Drive, Ste. # 4F, Miami Beach, Florida, 33141, and has  
appointed Carlos Antonio Maciel, residing at 130 South  
Shore Drive, Ste. # 4F, City of Miami Beach, County of  
Miami-Dade, State of Florida, as its agent to accept Service  
of Process within this State.

ACKNOWLEDGMENT (must be signed by Designated Agent)

Having been named to accept Service of Process for the  
above stated corporation, at the place designated in this  
certificate, I hereby agree to act in this capacity and  
further agree to comply with the provision of said Statutes  
relative to keeping open said office.

BY:   
REGISTERED AGENT

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FILED  
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DIVISION OF CORPORATIONS