

P990000014264

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H99000003583 4)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 FEB 12 PM 4:20

FILED

FLORIDA PROFIT CORPORATION OR P.A.

BAK INDUSTRIES IMPORT AND EXPORT INC.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

me 2/12/99



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 12, 1999

FAS-T CORP

SUBJECT: BAK INDUSTRIES IMPORT AND EXPORT INC
REF: W99000003669

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document must contain a registered agent with a Florida street address and a signed statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

Please list only one registered agent.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

If you have any further questions concerning your document, please call (850) 487-6931.

Becky McKnight
Document Specialist

FAX Aud. #: H99000003583
Letter Number: 899A00006404

FILED

99 FEB 12 PM 4: 20

ARTICLES OF INCORPORATION
OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under Florida General Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE ONE

NAME

The name of the corporation is: **BAK INDUSTRIES IMPORT AND EXPORT
INC**

The principal place of business shall be: **1240 S.W. 84 TERRACE
PEMBROKE PINES, FL 33025**

ARTICLE TWO

DURATION

The term of existence of the corporation is perpetual, commencing on the date of receipt and acknowledgment of the Articles by the Secretary of State.

ARTICLE THREE

The purpose for which the corporation is organized is to engage in any activity of business permitted under the laws of the United States and of this State.

ARTICLE FOUR

CAPITAL STOCK

The aggregate number of shares that the corporation shall have the authority to issue is 1,000,000 shares of capital stock with a par value of \$0.01 per share.

ONE MILLION (1,000,000) shares of the capital stocks of the corporation shall be issued for cash at a par value of \$0.01 per share. The sum of the par value of all shares of capital stock of the corporation that have been issued shall be the stated capital of the corporation at any particular time. The shares of the corporation are to be divided into classes.

Prepared By: Ines Franco
10171 SW 154 Cir. Unit 102
Miami, FL 33196
Phone: (305) 2157793

ARTICLE NINE

INCORPORATES

The name and address of the person signing these Articles is:

ALVARO RODRIGUEZ — — — — — JAIME A. LLANO — — — — — JUAN C. LLANO
1240 S.W. 84 TERRACE
PEMBROKE PINES, FL 33025

ARTICLE TEN

ACTION BY DIRECTORS WITHOUT A MEETING

The directors of this corporation may take action by written consent as provided by law.

ARTICLE ELEVEN

MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in regular or special meeting of the Boards of Directors by means of conference telephone as provided by law.

ARTICLE TWELVE

INDEMNIFICATION

The corporation shall indemnify any officer or director, or say former officer or director, to the full extent permitted by law.

ARTICLE FIVE

DIVIDENDS

The holders of the outstanding capital stock shall be entitled to receive when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the capital stock of the corporation.

ARTICLE SIX

PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro rata shares (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE SEVEN

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is:

ALVARO RODRIGUEZ (P) 1240 SW 84 Terrace,
Pembroke Pines, FL 33025

ARTICLE EIGHT

INITIAL BOARD OF DIRECTORS

This corporation shall have (3) director initially. The number of directors may be increased or diminished from the time by the by-laws.

The name and address of the initial director is:

ALVARO RODRIGUEZ	JAIMA A. LLANO	JUAN C. LLANO
	1240 S.W. 84 TERRACE	
	PEMBROKE PINES, FL 33025	

ARTICLE THIRTEEN

AMENDMENT

The corporation reserves the right to amend or repeal any of the provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

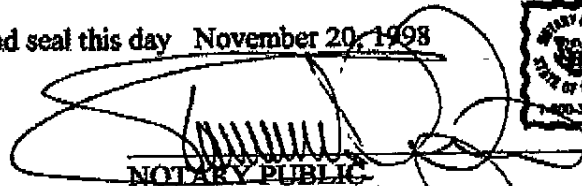
STATE OF FLORIDA

SS:

COUNTY OF DADE

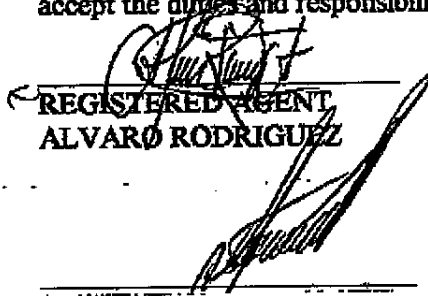
Before me, the undersigned authority, personally appeared, to me well known to be person described in and who executed the foregoing Articles of Incorporation, and he acknowledged to and before me that he executed said instrument for the purpose therein expressed.

WITNESS by hand and seal this day November 20, 1998


NOTARY PUBLIC



Signed and dated this 20 day of November 1998. I hereby am familiar with and accept the duties and responsibilities as registered agent for

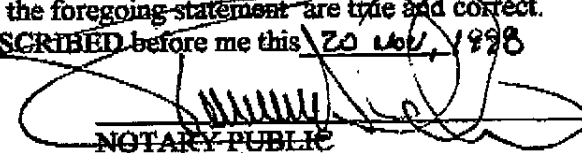

REGISTERED AGENT
ALVARO RODRIGUEZ

JAIME LLANO

JUAN C. LLANO

BEFORE ME, personally appeared being duly sworn, deposes and says that the statements contained in the foregoing statement are true and correct.

SWORN AND SUBSCRIBED before me this 20 Nov, 1998


NOTARY PUBLIC



FILED
99 FEB 12 PM 4: 21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA