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Florida Department of State

Division of Corporations
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TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

WM TRADING INC.

Certificate of Status	0
Certified Copy	1
Page Count	02
Estimated Charge	\$78.75

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 16, 1999

ACE INDUSTRIES, INC.

SUBJECT: WM TRADING INC.
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Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

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**CERTIFICATE OF INCORPORATION
OF
WM TRADING, INC.**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby subscribes this Certificate of Incorporation for the purpose of forming a corporation under the laws of the State of Florida, subject to the following provisions:

ARTICLE ONE

The name of the corporation shall be

WM TRADING, INC.

ARTICLE TWO

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

ARTICLE THREE

The maximum number of shares of stock, which the corporation will have outstanding at any time, shall be 10,000 shares of common stock of \$0.50 per value per share. All or any part of the capital stock may be paid for either in lawful monies of the United States of America, or in services, at a true valuation thereof.

ARTICLE FOUR

The corporation shall begin business with a minimum capital in the amount of \$ 500.00 (five hundred and 00/100 dollars).

ARTICLE FIVE

This Corporation shall have perpetual existence.

ARTICLE SIX

Initially the principal office of the corporation shall be located at 8225 Lake Drive, C303, Miami, FL 33166. Other offices for the transaction of business may be located wherever the Directors may deem necessary or expedient.

ARTICLE SEVEN

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The number of directors constituting the initial Board of Directors, who will serve as the Corporation's director until successors are duly elected and qualified and the Incorporator of this corporation is:

Prepared by:
ace! Industries, Inc.
54 Northwest 11th St.
Miami, FL 33136
(305) 358-2571

Marly Rodrigues Magalhaes
8225 Lake Drive, #C303 - Miami, FL 33166
Incorporator



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ARTICLE EIGHT

This corporation shall have full power to carry on and transact each or all of the businesses enumerated in Article Two of this Certificate, and shall have all the general and additional powers now and hereafter conferred upon it by law.

ARTICLE NINE

This corporation shall have the power to issue the whole or any part, determined by the Board of Directors, of the shares of the capital stock as partly paid, subject to call thereon until the whole thereof have been paid.

ARTICLE TEN

Upon election of a Board of Directors by the stockholders such Board shall manage the business affairs of this corporation without the necessity of further authority from the stockholders. All holders of common stock shall have the same rights whether their shares be fully or partially paid unless otherwise determined by the Board of Directors at or before the time of issuance thereof.

ARTICLE ELEVEN

This corporation shall designate Marly Rodrigues Magalhaes, with offices located at 8225 Lake Drive, C303, Miami, FL 33186.

As it's duly authorized registered agent to be in charge of the Corporate Registered as required by state law.

The undersigned, having been named as Registered Agent to accept service of process for WM Trading, Inc., does hereby agree to act in this capacity, and I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of duties.

Dated at Miami, Florida; this 12th day of February, 1999



Registered Agent
Marly R. Magalhaes

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