

TRANSMITTAL LETTER

P 9 9 0 0 0 2 7 2 5 9

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

400002811594-1-3
-03/19/99--01028--012
*****87.50 *****87.50

SUBJECT: C&N America, Inc.
(Proposed corporate name - must include suffix)

FILED
99 MAR 19 AM 8:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 of Status

☐ \$78.75 Filing Fee
& Certified Copy
☒ \$87.50 Filing Fee,
Certified Copy
& Certificate of
Status
ADDITIONAL COPY REQUIRED

FROM: Robert Negro & Christian Coulon
Name (Printed or typed)
7930 NW 36th Street, Suite 23 - 141
Address
Miami, FL 33166
City, State & Zip
(305) 406 2031
Daytime Telephone number

F. CHESSEN MAR 25 1999

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

(1)

ARTICLES OF INCORPORATION
of
C&N America, Inc.

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TALLAHASSEE, FLORIDA

ARTICLE I - NAME

THE NAME OF THIS CORPORATION IS :

C&N America, Inc.

ARTICLE II - DURATION

THE DURATION OF THIS CORPORATION SHALL BE NINETY-NINE (99) YEARS, COMMENCING WITH THE DATE AND TIME OF THE FILING OF THE ARTICLES OF INCORPORATION BY THE FLORIDA DEPARTMENT OF STATE.

ARTICLE III - PURPOSE

THE PURPOSE FOR WHICH THIS CORPORATION IS ORGANIZED INCLUDES THE TRANSACTION OF ANY AND ALL LAWFULL BUSINESS FOR WHICH A CORPORATION MAY BE INCORPORATED UNDER THE STATE OF FLORIDA.

ARTICLE IV - CAPITAL STOCK

THIS CORPORATION IS AUTHORIZED TO ISSUE SIXTY (60) SHARES OF STOCK OF NO PER VALUE.

ARTICLE V - VOTING RIGHTS

EXCEPT AS OTHERWISE PROVIDED BY LAW, THE ENTIRE VOTING POWER FOR THE ELECTION OF DIRECTORS AND FOR ALL OTHER PURPOSES SHALL BE VESTED EXCLUSIVELY IN THE HOLDERS OF THE OUTSTANDING COMMON SHARES.

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(II)

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

THE STREET ADDRESS OF THE INITIAL [REDACTED] OFFICE AND THE PRINCIPAL ADDRESS OF THIS CORPORATION IS :

7930 NW 36th Street, Suite 23 - 141 Miami Florida 33166

AND THE NAME OF THE INITIAL REGISTERED AGENT FOR THIS CORPORATION IS :

Alexis NEGRO

ARTICLE VII - INITIAL BOARD OF DIRECTORS

THIS CORPORATION SHALL HAVE TWO DIRECTORS INITIALLY. THE NUMBER OF DIRECTORS MAY BE EITHER INCREASED OR DIMINISHED FROM TIME TO TIME BY THE BY-LAWS, BUT SHALL NEVER BE LESS THAN ONE (1). THE NAMES AND ADDRESS OF THE INITIAL DIRECTORS ARE :

Robert NEGRO

Christian COULON

7930 NW 36th Street, Suite 23 - 141 Miami Florida 33166

ARTICLE VIII - INCORPORATORS

THE NAMES AND ADDRESS OF THE PERSONS SIGNING THESE ARTICLES ARE :

Robert NEGRO

Christian COULON

7930 NW 36th Street, Suite 23 - 141 Miami Florida 33166

PN
a.

(III)

ARTICLE IX - BY-LAWS

THE POWER TO ADOPT, ALTER, AMEND OR REPEAL THE BY-LAWS SHALL BE INVESTED IN THE BOARD OF DIRECTORS.

ARTICLE X - POWERS

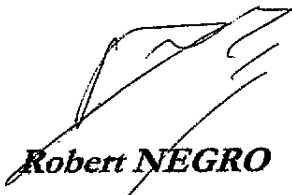
THIS CORPORATION SHALL HAVE ALL OF THE CORPORATE POWERS ENUMERATED IN THE FLORIDA GENERAL CORPORATION ACT, OR ANY SUCCESSORS THERETO.

IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS :

March 5, 1999

S.S. NUMBER 593 - 59 - 1407

**STATE OF FLORIDA
COUNTY OF DADE**


Robert NEGRO

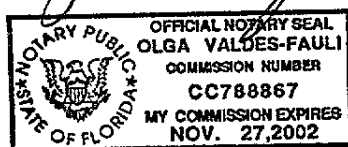

Christian COULON

SWORN TO AND SUBSCRIBED BEFORE ME, THE UNDERSIGNED AUTHORITY, THIS :

March 5, 1999

NOTARY PUBLIC, STATE OF FLORIDA AT LARGE





(IV)

ACCEPTANCE

THE UNDERSIGNED ACCEPTS APPOINTMENT AS REGISTERED AGENT FOR

**C&N America, Inc
A FLORIDA CORPORATION.**

A handwritten signature in dark ink, appearing to read "Alexis Negro", is written over a horizontal dashed line.

**Alexis NEGRO
6040 North Waterway Drive
Miami Florida 33155**

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99 MAR 19 AM 8:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED