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### Florida Department of State

**Division of Corporations** Public Access System Katherine Harris, Secretary of State

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To:

Division of Corporations

Fax Number : (850)922-4001

: EMPIRE CORPORATE KIT COMPANY Account Name

Account Number: 072450003255 : (305)541-3694 Phone

Fax Number : (305)541-3770

FLORIDA PROFIT CORPORATION OR P.

K.N.R. PRODUCTS & ACCESSORIES, INC.

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# ARTICLES OF INCORPORATION H9900001459 K.N.R. Products & Accessories. Inc

The undersigned subscribes to these Articles of
Incorporation, natural person, competent to contract, does
hereby form a corporation for profit under the laws of the
State of Florida. Corporate existence shall begin upon
signing of these Articles. This corporation is to be a Small
Business Corporation as defined in Section 1244 Subdivision
(c) (2) of the Internal Revenue Code.

ARTICLE I. Name. The name of the corporation is K.N.R. Products & Accessories, Inc

ARTICLE II. Term of Existence. This corporation shall have perpetual existence.

ARTICLE III. <u>Nature of Business</u>. This corporation may engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE IV. <u>Capital Stock</u>. This corporation is authorized to issue 1000 shares with \$1.00 par value.

ARTICLE V. <u>Voting Rights</u>. 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.

ARTICLE VI. Preemptive Rights. Every shareholder upon
the sale for cash of any new stock of this corporation of the
same kind, class or series as that which he already holds,
shall have the right to purchase his pro-rate share the reoff (as nearly as may be done without issuance of fractional NEW CONTROL OF SHARES) at the price at which it is offered to others.

SEE TO SHARES OF STANDARD OF STANDARD

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ARTICLE VII. <u>Initial Registered Office and Agent</u>. The street address of the initial registered office of this corporation is: 8001 NW 29th Street, Miami, FL, 33122 and the name of the initial registered agent of this corporation at that address is Marcelo Goncalves.

ARTICLE VIII. <u>Initial Board of Directors</u>. The corporation shall have 3 Director(s) initially. The number of Directors may be either increased or diminished from time to time by the by-laws but never be less than one. The name and address of the initial Directors of this corporation is:

Marcelo Goncalves/Thomas Wensjoe/David Yohros 8001 NW 29th Street
Miami, FL 33122

ARTICLE IX. <u>Officers</u>. The initial officers of the corporation will be: Thomas Wensjoe, President/ Marcelo Goncalves, Vice President/Secretary and David Yohros, Treasurer.

ARTICLE X. <u>Incorporator</u>. The person signing these Articles of Incorporation has the following name and address:

Marcelo Goncalves 8001 NW 29th Street Miami, FL 33122

ARTICLE XI. <u>By-Laws</u>. The power to adopt, alter, amend or re-peal by-laws shall be vested in the Board of Directors and the shareholders.

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

ARTICLE XIII. The Street address of the Principal place of business is: 8001 NW 29th Street, Miami, Fl., 33122.

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IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 19th day of March, 1999.

STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, the undersigned authority, personally appeared. Marcelo Goncalves, known to be and known by me to be the person who executed the foregoing Articles of Incorporation and he/she acknowledged before me that he/she executed the same for the use and purposes therein expressed.

WITNESS my hand and official seal this 19th day of March. 1999.

rial	.Cn, 1999.	•			
			NOTARY	PUBLIC	
My	Commission	Expires:			

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#### CONSENT TO APPOINTMENT AS REGISTERED AGENT

TO: Secretary of State State of Florida Division of Corporations Department of State Tallahassee, FL 32304

I, Marcelo Goncalves do hereby consent to serve as registered agent for the corporation, K.N.R. Products & Accessories, Inc. this day of 19th day of March , 1999.

Marcelo Goncalves

Address of registered agent:

8001 NW 29th Street Miami, FL 33122

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SECRETARY OF STATE

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