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Manuel Diner, P. A.

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SUITE 601

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April 21, 1999

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

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Re:

In & Ex Port Merchandise, Inc.

Our File No.982-99

Dear Sir/Madam:

Enclosed please find an original and one copy of Articles of Incorporation of the above referenced corporation, together with our check in the sum of \$122.50 representing the filing fee on same.

Should you have any questions, please feel free to call this office.

Very truly yours,

· MANUEL DINER, P.A.

Manuel Diner, Esq.

MD/da Enclosure

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ARTICLES OF INCORPORATION OF IN & EX PORT MERCHANDISE, INC.

SECRETARY OF STATE TALLAHASSEE, FLORIDA

<u>ARTICLE I.</u> NAME AND ADDRESS OF CORPORATION

The name of this corporation is: IN & EX PORT MERCHANDISE, INC. The Corporation's principal office and mailing address is:

8413 NW 68TH STREET Miami, Florida 33166

<u>ARTICLE II.</u> NATURE OF CORPORATION BUSINESS

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

<u>ARTICLE III.</u> <u>CAPITAL STOCK</u>

The Corporation is authorized to issue and have outstanding at any one time an aggregate number of 7,500 shares of one class of common stock having a par value of \$1.00 per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

<u>ARTICLE IV.</u> PREEMPTIVE RIGHTS

All shareholders of the Corporation shall be vested with full preemptive rights.

ARTICLE V. INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The initial Registered Agent and Registered Office of the corporation in the State of Florida shall be:

INITIAL REGISTERED AGENT:

Manuel Diner

INITIAL REGISTERED OFFICE:

141 N.E. 3rd Avenue, Suite 601

Miami, Florida 33132

ACKNOWLEDGEMENT AND CONSENT OF REGISTERED AGENT

Having been named Initial Registered Agent to accept service of process on the Corporation at the Initial Registered Office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of law pertaining thereto.

REGISTERED AGENT

<u>ARTICLE VI.</u> INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of the Corporation is two.

The names and addresses of the members of the initial Board of Directors of the Corporation are:

Pasquale Giordano, 555 NE 15th Street, # 27-K, Miami, Florida 33132. Ana Cristina Koval, 4631 NW 97th Place, Miami, Florida 33178.

<u>ARTICLE VII</u> INITIAL INCORPORATOR

The name and address of the initial Incorporator executing these Articles of Incorporation

Manuel Diner 141 NE 3rd Avenue, Suite 601,Miami, Florida 33132

Manuel Diner, INCORPORATOR

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 19 day of 4,1999 by Manuel Diner, who is personally known to me [1] of has produced _____ as identification and who did [] did not [1] take an oath.

is:

Caridad Ferreira
MY COMMISSION # CC627608 EXPIRES
March 10, 2001
BONDED THRU TROY FAIM INSURANCE, INC.

c.wpdocs.corp.in&exart.wpd

Notary Public State of Florida Print Name: ARMAN FORDERA

My Commission Expires:

