## 17090 OFFIC ARUS CORPORATE FILING SERVICE, INC. (Requestor's Name) 3320 S.W. 87th AVENUE (Address) MIAMI, FLORIDA (305)552-5973 (City, State, Zip) LOCAL REPRESENTATIVE TALLAHASSEE OFFICE USE ONLY CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): (Document #) (Corporation Name) 3. (Document #) (Corporation Name) (Document #) (Corporation Name) Pick up time 2.00 Certified Copy Certificate of Status Photocopy Will wait Mail out AMENDMENTS NEW FILINGS Amendment Profit Resignation of R.A., Officer/Director NonProfit Change of Registered Agent Limited Liability Dissolution/Withdrawal Domestication Merger Other REGISTRATION! OTHER FILNGS QUALIFICATION Annual Report Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement Trademark Other Byaminer's Initials

CR2E031(9/92)

# ARTICLES OF INCORPORATION OF GRUPO MERCAIMPULSO INTERNATIONAL, CORP.

THE UNDERSIGNED, has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

### ARTICLE I

The name of this corporation shall be:

Grupo Mercaimpulso International, Corp...

#### ARTICLE II

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

#### ARTICLE III

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz:

- (1) Transact any and all lawful business.
- (2) Said corporation shall further have powers:

  To have perpetual succession by its corporate name.

#### ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue is the total sum of 100 shares, having an individual par value of \$10.

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

#### ARTICLE V

Each of the Shareholders covenants and agrees that he will not sell, assign, transfer, donate or otherwise dispose of, or pledge, hypothecate or otherwise encumber any of the shares of the Corporation's stock except upon the prior written consent of the remaining Shareholders.

#### ARTICLE VI

The street address of the initial registered office and the name of the initial Resident Agent of this corporation shall be:

Leopoldo Rios 1800 West, 49th Street Suite 207 Hialeah FL 33012 The principal address shall be: 1800 West 49th Street suite 207 Hialeah FL 33012

#### **ARTICLE VII**

The initial Board of Directors shall consist of a total of two (2) person(s) and the name and address of the persons who are to serve as an initial directors are:

PRESIDENT / TREASURER
CHARLES TORBAY
CCS 2070
4440 NW 73rd Ave
Miami FL 33166
VICE-PRESIDENT / SECRETARY
MIRNA TORBAY
CCS 2070
4440 NW 73rd Ave
Miami FL 33166

The name and address of the incorporator executing these Articles of Incorporation is:

LEOPOLDO RIOS 1800 West, 49th Street Suite 207 Hialeah, FL 33012

IN WITNESS WHEREOF, the understanding of Articles of Incorporation this 04 day of	signed incorporator has (ve) executed these f August , 19 99.
,	
STATE OF FLORIDA	
COUNTY OF DADE	
county set forth above, personally appeared to me and known by me to be the person Incorporation, and he (they) acknowledge b of Incorporation.	ded to take acknowledgements in the state and Charles Torbay and Mirna Torbay known (s) who executed the foregoing Articles of before me that he (they) executed those Articles reunto set my hand and affixed my official seal day of August, 1999.
	NOTARY PUBLIC, STATE OF FLORIDA AT LARGE
My Commission Expires:	· · · -

# CERTIFICATE OF DESIGNATION REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office / registered agent, in the State of Florida.

1. The name of the corporation is:		
Grupo Mercaimpulso International, Corp.		
		₹.
2. The name and address of the registered agent and office is:		
Leopoldo Rios		79
(NAME)	· ·	
1800 West 49th Street Suite 207 (P.O.BOX NOT ACCEPTABLE)	99 AUG 10 PM SECRETARY OF TALLAHASSEE F	
Hialeah, Fl 33012 (CITY/STATE/ZIP CODE)	12: 37	Ö

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature

Date <u>08/04/1999</u>