

P99000073243

Requestor's Name

NFT International Inc.
3601 SW 130th Ave
Miami, Florida 33175

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)
2. _____
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☐ Walk in

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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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-08/11/99-01048--005
*****78.75 *****78.75

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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99 AUG 11 PM 1:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

N & F INTERNATIONAL, INC.

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99 AUG 11 PM 1:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED do hereby associate ourselves for the purpose of forming a corporation under the Laws of the State of Florida, and do hereby certify as follows:

ARTICLE I. - NAME.

The name of the Corporation shall be: N & F INTERNATIONAL, INC. And its principal place of business shall be located at 3601 SW 130th Avenue, Miami, FL 33175.

ARTICLE II. - PURPOSE.

A. To carry on and engage in the transportation of all types of merchandise of any nature, type of description, and to do all other acts which may be necessary or related thereto.

B. To carry on and engage in any business or activity which maybe be authorized and permitted under and by virtue of the Laws of the United States of America or the State of Florida.

ARTICLE III. - CAPITAL STOCK.

The Corporation shall be authorized to issue capital stock in the following manner, to-wit:

Five Hundred (500) Shares of Common Stock, \$1 Par Value

ARTICLE IV. - POWERS.

The powers of the Corporation shall include all those conferred by the Bylaws of the Corporation and the Laws of the State of Florida.

ARTICLE V. - TERM OF EXISTENCE.

The Corporation shall have perpetual existence in accordance with the Laws of the State of Florida.

ARTICLE VI. - REGISTERED AGENT AND REGISTERED OFFICE.

The Registered Agent for the Corporation shall be Maria Fabiola Fonseca and the Registered Office shall be located at 3601 SW 130th Avenue, Miami, FL 33175, or such other person or such other

place as the Director or Board of Directors may, from time to time, direct, with appropriate notice being given to the Secretary of State, in accordance with applicable Florida statutes.

ARTICLE VII. - OFFICERS AND MANAGEMENT OF CORPORATION.

The affairs of the Corporation shall be managed by its officer and/or officers, subject, however, to the direction of the Shareholders, except to the extent that the Director or Board of Directors shall have delegated the responsibility for such management under the provisions of these Articles of Incorporation and in accordance with the Bylaws of the Corporation. The officers of the Corporation may consist of a President, in addition to such other officers that the Director or Board of Directors may, if he or they so desire, choose to elect. The name and address of the officer who shall serve until the first election by the Board of Directors shall be as follows:

<u>Name</u>	<u>Office</u>	<u>Address</u>
Maria Fabiola Fonseca	President	3601 SW 130 th Avenue Miami, Florida 33175

ARTICLE VIII. - BOARD OF DIRECTORS.

The Corporation shall be governed by a Board of Directors which may consist of one (1), but not more than five (5) persons.

ARTICLE IX. - INITIAL DIRECTOR OR DIRECTORS.

The name and address of the person or persons who shall serve as the initial Director of Board of Directors until the first annual meeting of the Corporation, or until his or their successor or successors are elected and qualify, shall be as follows:

<u>Name</u>	<u>Address</u>
Maria Fabiola Fonseca	3601 SW 130 th Avenue Miami, Florida 33175

ARTICLE X - INCORPORATOR OR INCORPORATORS

The name and address of the incorporator subscribing to these Articles of Incorporation is as follows:

<u>Name</u>	<u>Address</u>	<u>Number of Shares</u> <u>Subscribed</u>	<u>Amount of</u> <u>Shares</u>
Maria Fabiola Fonseca	3601 SW 130 th Ave. Miami, Florida 33175	500	\$500.00
TOTALS:		500	\$500.00

ARTICLE XI - INDEMNIFICATION OF OFFICERS AND DIRECTORS

Each Director and Officer of the Corporation shall be indemnified by the Corporation for all expenses and liabilities, including attorney's fees incurred or imposed upon such Director or Officer in connection with any reason of his being or having been a Director or Officer of the Corporation. The foregoing right of indemnification shall be in addition to and not exclusive of any other rights to which such Director or Officer may be entitled.

ARTICLE XII - VOTING RIGHTS

That except as may otherwise be provided by law, the total voting power for the election of Directors of the Corporation shall be vested solely and exclusively in the holders of the outstanding shares of the capital stock of the Corporation.

ARTICLE XIII - BYLAWS

The original Bylaws of the Corporation shall be adopted by a majority vote of the Shareholders of the Corporation present at a meeting of the Shareholders called for such purpose, at which a majority of the Shareholders is present, and thereafter the Bylaws of the Corporation may be amended, altered or rescinded by the vote of the Shareholders of the Corporation. Amendments to the Bylaws or to these Articles of Incorporation may be proposed by the Shareholders or by the Director or Board of Director in the manner as provided in the Bylaws and in accordance with the Laws of the State of Florida.

IN WITNESS WHEREOF, I have hereunto set out hands and seals at Miami, Dade County,
Florida this 3 day of August, 1999. Maria Fabiola Fonseca
Maria Fabiola Fonseca (SEAL)
Maria Fabiola Fonseca

STATE OF FLORIDA)

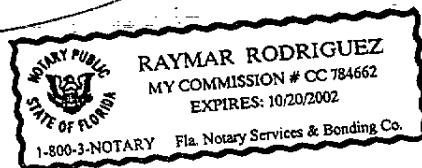
COUNTY OF DADE) ss:

BEFORE ME, the undersigned authority, this date personally appeared Maria Fabiola Fonseca
to me well known to be the individual described above who executed the foregoing Articles of
Incorporation for the uses and purpose therein expressed.

WITNESS my hand and official seal in said County and State this 3 day of August, 1999.
1999.

Notary Public, State of Florida at Large

My commission Expires:



STATE OF FLORIDA
COUNTY OF DADE
SWORN TO AND SUBSCRIBED BEFORE ME THIS 3
DAY OF August, 1999, BY MARIA F. Fonseca
PERSONALLY KNOWN OR PRODUCED ID. TYPE OF
IDENTIFICATION Florida Driver's License
ID. # F522 546-64-908-0

CERTIFICATE ACCEPTING DESIGNATION AS REGISTERED AGENT

I HEREBY CERTIFY that I have accepted the designation as Registered Agent of N & F
INTERNATIONAL, INC. and agree to serve as its Registered Agent to accept service of process within
this State at its Registered Office located at 3601 SW 130th Avenue, Miami, Florida, 33175.

Maria Fabiola Fonseca
Maria Fabiola Fonseca

Maria Fabiola Fonseca

Registered Agent

99 AUG 11 PM 1:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

STATE OF FLORIDA

COUNTY OF DADE

SWORN TO AND SUBSCRIBED BEFORE ME THIS 3
DAY OF August, 1999, BY MARIA F. Fonseca.

PERSONALLY KNOWN OR PRODUCED ID. TYPE OF

IDENTIFICATION Florida Driver's License

ID. # F522-548-64-908-0.

