OFFICE U

(Requestor's Name) 3320 S.W. 87th AVENUE (Address) -09/28/99--01043--001 \*\*\*\*\*78.75 \*\*\*\*\*78.75 MIAMI, FLORIDA (305)552-5973 (City, State, Zip) (Phone #) LOCAL REPRESENTATIVE TALLAHASSEE OFFICE USE ONLY CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): (Corporation Name) (Document #) (Document #) (Corporation Name) (Document #) Pick up time 200 ア Walk in Certified Copy Mail out Will wait Photocopy Certificate of Status AMENDMENTS. NEW FILINGS Profit Amendment NonProfit Resignation of R.A., Officer/Director Limited Liability Change of Registered Agent Dissolution/Withdrawal Domestication Merger Other REGISTRATION/ OTHER FILINGS QUALIFICATION Annual Report Foreign Fictitious Name Limited Parthership Name Reservation Reinstatement

Trademark

Examiner's Initials

Other

CR2E031(9/92)

### ARTICLES OF INCORPORATION

### ARPRI IMPORT-EXPORT INC.

99 SEP 28 PH 2:51

We, the undersigned, hereby associate ourselves for the purpose of becoming a corporation under the laws of the State of Florida and under the statue of the State of Florida for the formation, rights, privileges, immunities and liabilities of Incorporation for profit, it is:

#### ARTICLE I

THE NAME OF THE CORPORATION SHALL BE:

ARPRI IMPORT-EXPORT INC.

#### ARTICLE II

The corporation shall engage in any activity or business permitted under the laws of the State of Florida and of the United States of America.

# ARTICLE III

The maximum number of shares which the corporation is authorized to issue and have outstanding at any time is 100 shares of common stock, and which common stock shall have a par value of \$ 5.00 per share. All stock is to be issued as fully paid and exempt from assessment.

# ARTICLE IV

The pledge, sale, transfer or other disposition of the capital stock may be governed and restricted by the By-Laws or written agreement amongst the stockholders which shall be on file in the office of the officers of the corporation so named in Article VII herein. The By-Laws may provide for cumulative voting by stockholders at all election of the directors of the corporation.

### ARTICLE V

The amount of capital with which this corporation may begin business shall not be less than Five Hundred (\$ 500.00) Dollars.

#### ARTICLE VI

The existence of the corporation is perpetual.

#### ARTICLE VII

#### ARTICLE VIII

The business of the corporation shall be managed by a Board of Directors consisting of not less than (2) nor more than (5) directors. A quorum for the holding of a meeting of the Board of Directors, and for the transaction of any business p\*roperly carried out by the directors on behalf of the corporation, shall consist of a majority of the members thereof. But the directors, by unanimous consent in writing, included in the minutes of the corporation, may consent to the doing of any act and such consent in writing shall have the same force and effect as though a formal meeting had been held pursuant to call being duly made as though the said act had been completed and authorized at a meeting at which a quorum had been present, and/or such duties may be delegated to an "Executive Committee."

## ARTICLE IX

The names and post office addresses of the members of the first Board of Directors and slate of corporate officers are as follows:

NAME: TITLE ADDRESS

JORGE A. PRIAS PRESIDENT 4471 N.W. 36ST.#218.MIAMI.FL.

CARLOS ARTEAGA VICE-PRESIDENT 4471 N.W. 36St.#218.MIAMI.FL.

# ARTICLE X

The names and post office addresses of the subscribers to the Articles of Incorporation, and the number of shares of stock that they agree to take are as follows:

NAME:	<u>ADDRESS</u>	<u>SHARES</u>	CASH VALUE
JORGE A. PRIAS	4471NW 36St.MIAMI.FL.	50	\$250.00
CARLOS ARTEAGA	4471NW 36St.MIAMI.FL.	50	250.00

# ARTICLE XI

The stock of the corporation may be issued pursuant to the provisions under
\* 1244 of the Internal Revenue Code in order for the stockholders of the
corporation may receive the benefits thereunder.

IN WITNESS WHEREOF: We have hereunto set our hands and seals this 27th. day of SEPTEMBER, 1999.

JORGE A. PRIAS

(SEAL)

CARLOS ARTEAGA

(SEAL)

STATE OF FLORIDA: COUNTY OF DADE. CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes the following is submitted, in compliance with said Act:----

THAT ARPRI IMPORT-EXPORT INC.

desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at the City of Miami, County of Dade, State of Florida, has named:

JORGE A. PRIAS

as its agent to accept service of process within this State.

Having been named to accept service of process for the above state

Corporation, at the place designated in this certificate, I hereby accept

to act in this capacity and agree to comply with the provisions of said ACT

relative to keeping open said office.

BY: /Olge /4 . /

JORGE A. PRIAS

KOF 8.7.5