

P99000110332

LAW OFFICES OF  
JOSEPH B. RYAN III, P.A.  
250 BIRD ROAD • SUITE 216  
CORAL GABLES, FLORIDA 33146-1424  
TELEPHONE (305) 444-4949

JOSEPH B. RYAN III\*  
\* ALSO ADMITTED IN CALIFORNIA

TELECOPIER (305) 444-2289

December 10, 1999

300003067373--2  
-12/13/99--01046--005  
\*\*\*\*\*122.50 \*\*\*\*\*78.75

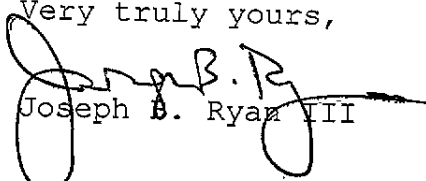
Florida Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32314

Re: EXPOCOL SUMINISTROS, INC.

Enclosed is an original and one copy of the Articles of Incorporation and a Designation and Acceptance of Registered Agent for the above referenced Florida corporation.

Please forward a certified copy of the Articles of Incorporation to the undersigned. A check in the amount of \$122.50 is enclosed.

Very truly yours,

  
Joseph B. Ryan III

encl.

FILED  
99 DEC 22 AM 8:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Talked & got voice  
mail - going to  
be out of town  
for a week.

B. REGISTER DEC 23 1999  
W99000028588

LAW OFFICES OF  
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TELEPHONE (305) 444-4949

**JOSEPH B. RYAN III\***  
\* ALSO ADMITTED IN CALIFORNIA

TELECOPIER (305) 444-2289

December 20, 1999

Florida Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32314  
Attn: Angela Howell, Document Specialist

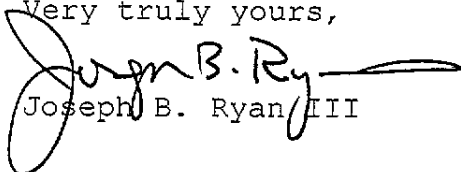
Re: EXPOCOL SUMINISTROS, INC.  
Ref. No.: W99000028588

Dear Ms. Howell:

In response to your letter dated December 15, 1999 please be advised that the English language translation of the above corporate name is "EXPOCOL SUPPLIES, INC."

Please call me if you have any further questions.

Very truly yours,

  
Joseph B. Ryan III

encl.

**FILED**  
99 DEC 22 AM 8:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**

**OF**

**ARTICLE I.**

**NAME**

The Name of the Corporation is, **EXPOCOL SUMINISTROS, INC**

**ARTICLE II.**

**TERM OF CORPORATE EXISTENCE**

The Corporation shall exist perpetually unless dissolved according to law and such existence shall commence at the time of the filing of these Articles of Incorporation by the Department of State.

**ARTICLE III.**

**PERMITTED ACTIVITY**

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

#### ARTICLE IV

##### AUTHORIZED SHARES

The aggregate number of shares which the Corporation shall have authority to issue is 1,000 shares of common stock with par value of \$1.00 each.

#### ARTICLE V

##### PREEMPTIVE RIGHTS DENIED

No holder of any shares of the Corporation shall have any preemptive right to purchase, subscribe for or otherwise acquire any shares of the Corporation of any class now or hereafter authorized, or any securities, exchangeable for or convertible into such shares, or any warrants or any instruments evidencing rights or options to subscribe for, purchase, or otherwise acquire such shares.

#### ARTICLE VI

##### PRINCIPLE OFFICE

The principal office of the Corporation is 444 Brickell Ave. Suite 300: Mimi, Florida 33131.

## ARTICLE VII

### REGISTERED OFFICE AND AGENT

The initial registered office of the Corporation: Juan Carlos Velasquez; 444 Brickell Ave. Suite 300; Miami, Florida 33131.

## ARTICLE VIII

### DIRECTORS

The business of the Corporation shall be managed by a Board of Directors consisting of not fewer than one person, the exact number to be determined from time to time in accordance with the By-Laws.

The name and address of the first Board of Directors who shall serve until the first annual meeting of shareholders or until his successors are elected and qualified shall be:

Juan Carlos Velasquez	Calle 94 #13-49; Bogota, Colombia
Clara M. Fierro	Calle 94 #13-49; Bogota, Colombia

ARTICLE IX

INCORPORATOR

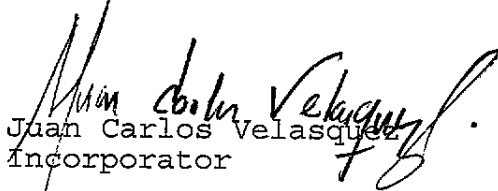
The name and address of the incorporator is: Juan Carlos Velasquez; 444 Brickell Ave. Suite 300: Miami, Florida 33131.

ARTICLE X

INDEMNIFICATION

The Corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

IN WITNESS WHEREOF, of the undersigned, being the original incorporator of the Corporation, has executed these Articles of Incorporation this 3th day of December 1999.

  
Juan Carlos Velasquez  
Incorporator

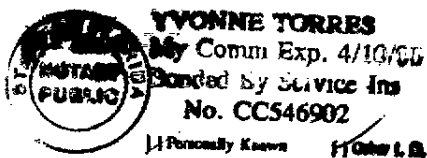
STATE OF FLORIDA)  
COUNTY OF BROWARD)

I HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, Juan Carlos Velasquez, and well known to me to be the person who executed the foregoing instrument and acknowledged before me that she executed the same freely and voluntarily for the uses and purposes therein set forth and expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my office seal on this 3<sup>th</sup> December 1999.

  
NOTARY PUBLIC, State of  
Florida at Large

My Commission Expires:



**FILED**  
99 DEC 22 AM 8:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION**

**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant the provisions of section 607.0501, 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: EXPOCOL SUMINISTROS, Inc.

The initial registered office of the Corporation: Juan Carlos Velasquez; 444 Brickell Ave. Suite 300; Miami, Florida 33131.

SIGNATURE: \_\_\_\_\_

*Juan Carlos Velasquez*  
President



### Acceptance of designation

Having been named to accept service of process for the above stated corporation, at the place designated I hereby accept to act in this capacity, and agree to comply with the provision of Section 48.091, Florida Statutes, relative to keeping open said office.

  
Juan Carlos Velasquez

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99 DEC 22 AM 8:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA