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AMENDED AND RESTATED ARTICLES OF INCORPORATION OF MIAMI FREE ZONE CORPORATION

Pursuant to the provisions of Section 60.1006 and 607.1007 of the Florida Business Corporation Act, MIAMI FREE ZONE CORPORATION, a Florida corporation (the "Corporation"), adopts the following Amended and Restated Articles of Incorporation to read as follows:

ARTICLE 1 - NAME AND ADDRESS

The name of this corporation is **MIAMI FREE ZONE CORPORATION.**The address of the principal office and the mailing address of this corporation is 2305 N. W. 107th Avenue, Miami, Florida, 33172. The Board of Directors may change the principal office and mailing address at any time.

ARTICLE 2 - DURATION

This corporation shall have perpetual existence.

ARTICLE 3 - PURPOSE

This corporation is organized to own, operate, manage, lease, acquire and in any manner be involved with a Foreign Trade Zone under Title 19, United States Code and to engage in, conduct and transact all aspects of commerce and business permitted under the laws of the United States of America and the State of Florida.

ARTICLE 4 - CAPITAL STOCK

The aggregate number of shares which this corporation shall have authority to issue is One Hundred Thousand (100,000) shares of common stock, of One Dollar (\$1.00) par value each. The Board of Directors shall fix the consideration to be received for each share which consideration may consist of cash or any tangible or intangible property or benefit to this corporation.

ARTICLE 5 - PREEMPTIVE RIGHTS

Shareholders do not have pre-emptive rights with regard to the sale of any unissued or treasury shares of this corporation.

ARTICLE 6

REGISTERED OFFICE AND AGENT

The street address of the registered office of this corporation is 2305 N. W. 107th Avenue, Miami, Fl. 33172; the registered agent thereat is María Camila Leiva. The Board of Directors may change the address of the registered office of this Corporation and the designation of the registered agent at any time.

ARTICLE 7

BOARD OF DIRECTORS

The Board of Directors of this corporation shall be comprised of three persons. The number of directors may be either increased or decreased from time to time as provided for in the Bylaws of this corporation, but shall never be less than one.

The names and addresses of the members of the Board of Directors of this corporation who shall serve until their respective successors have been duly elected are:

Name	<u>Address</u>
German Leiva	2305 N. W. 107th Avenue

Miami, Fl. 33172

2305 N. W. 107th Avenue María Camila Leiva

Miami, Fl. 33172

2305 N. W. 107th Avenue Beatriz Hoyos

Miami, Fl. 33172

ARTICLE 8 - OFFICERS

This corporation shall have a President, Executive Vice President, Vice President, Secretary and Treasurer. It shall have such other officers as the Board of Directors may from time to time further designate. The current officers of the corporation to serve until their successors have been duly elected and qualified are:

> Germán Leiva President:

María Camila Leiva Executive Vice President: Owen S. Freed

Vice President: María Camila Leiva Secretary:

María Camila Leiva Treasurer:

ARTICLE 9 - BYLAWS

The power to adopt, amend or repeal the Bylaws shall be vested in the Board of Directors of this corporation.

ARTICLE 10 - INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director of this corporation, to the fullest extent permitted by law.

ARTICLE 11 - AMENDMENT

This corporation reserves to its shareholders the right to amend or repeal any provisions now or hereafter contained in these Articles of Incorporation. Any rights which these Articles may confer upon this corporation may be modified or canceled by a vote of the shareholders to amend or repeal said Articles.

The undersigned hereby certifies that the foregoing amended articles was duly approved and adopted at a Special Meeting of the Board of Directors and Shareholders of the Corporation, in each case duly held June 7th, 1999 at which the adoption of these Amended Articles was unanimously approved by the Directors and Shareholders of the Corporation.

IN WITNESS WHEREOF, the undersigned has executed these Amended Articles of Incorporation to the Articles of Incorporation of MIAMI FREE ZONE CORPORATION this 7th day of June, 1999.

MIAMI FREE ZONE CORPORATION

German Leiva President

Attest:

María Camila Leiva, Secretary