

P00000086009

TRANSMITTAL LETTER

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

900003386819--2  
-09/08/00--01070--003  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: VENEZUELAN HIGH LANDER CORPORATION

Enclosed is an original and one (1) copy of the articles of Incorporation and a check for:

<u>      </u> \$70.00	<u>  x  </u> \$78.75	<u>      </u> \$122.50	<u>      </u> \$131.25
Filing Fee	Filing Fee & Certificate	Filing Fee & Certified Copy	Filing Fee, Certified Copy & Certificates

FROM:           Nelson I. Diaz            
          Name (printed or typed)

          3501 S.W. 107 Ave            
          Address

          Miami, FL 33165            
          City, State & Zip Code

          (305) 554-7724            
          Daytime Telephone Number

FILED  
 00 SEP -8 AM 10:45  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

*gj 9/12*

ARTICLES OF INCORPORATION

*The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.*

ARTICLE I NAME

The name of the corporation shall be: VENEZUELAN HIGH LANDER CORPORATION

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

3501 S.W. 107 Ave.  
Miami, Fl. 33165

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TALLAHASSEE, FLORIDA

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100 Shares Common Stock, No Par Value

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Nelson I. Diaz  
3501 S.W. 107 Ave  
Miami, FL 33165

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

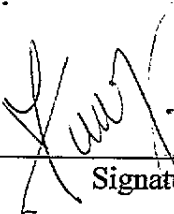
Miguel Garutti  
President, Secretary and  
Treasurer.

3501 SW. 107 Ave

Miami, Fl. 33165

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this

5th day of September 2000.

  
Signature

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Signature

CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO 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: VENEZUELAN HIGH LANDER CORPORATION

2. The name and address of the registered agent and office is:

\_\_\_\_\_  
Nelson I. Diaz  
(Name)

\_\_\_\_\_  
3501 S.W. 107 Ave  
(Address)

\_\_\_\_\_  
Miami, FL 33165  
(City/State/Zip)

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00 SEP - 8 AM 10:45  
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TALLAHASSEE, FLORIDA

*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 positions as registered agent.*

  
\_\_\_\_\_  
Signature

Date: 09-05-2000