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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

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To:

Division of Corporations
Fax Number : (850) 922-4001 -Tm

From:

Account Name : ADORNO & ZEDER, P.A.
Account Number : 072100000120
Phone : (305) 860-7098
Fax Number : (305) 858-4777

FLORIDA PROFIT CORPORATION OR P.A.

R & V Investments Corp.

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**ARTICLES OF INCORPORATION
OF
R & V INVESTMENTS CORP.**

The undersigned, acting as Incorporator, signs the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be:

R & V Investments Corp. (the "Corporation")

ARTICLE II

The existence of the Corporation shall commence upon the filing of these Articles of Incorporation by the Department of State and shall be perpetual.

ARTICLE III

The Corporation may engage in any and all businesses and activities permitted by the laws of the State of Florida. The corporation shall have all of the powers vested in a corporation organized under and existing by virtue of such laws.

ARTICLE IV

The maximum number of shares which the Corporation shall have authority to issue shall be 100,000,000 shares of Common Stock with a par value of \$0.001 per share.

ARTICLE V

The initial registered agent and street address of the initial registered office of the Corporation shall be:

A Z Registered Agent Corporation
2601 S. Bayshore Drive
Suite 1600
Miami, Florida 33133

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ARTICLE VI

This Corporation shall have two directors initially. The names and addresses of the initial directors of the Corporation, who shall hold office until their successors are elected and qualified or until their earlier resignation or removal from office are:

Jorge Valdivieso
190 E. 49th Street
Hialeah, Florida 33013

Raul Rivera
190 E. 49th Street
Hialeah, Florida 33013

ARTICLE VII

The name and address of the Incorporator of the Corporation is:

A Z Registered Agent Corporation
2601 S. Bayshore Drive
Suite 1600
Miami, Florida 33133

ARTICLE VIII

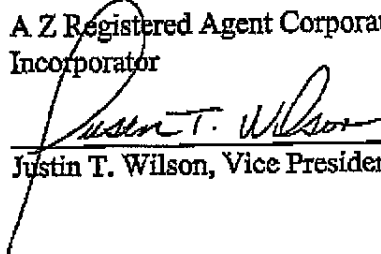
The principal business address and mailing addresses of the Corporation shall be:

Business address: 190 E. 49th Street
Hialeah, Florida 33013

Mailing address: 190 E. 49th Street
Hialeah, Florida 33013

Executed at Miami, Florida this 17 day of December, 2000.

A Z Registered Agent Corporation,
Incorporator


Justin T. Wilson, Vice President

12/18/00 16:26 FAX 3058584777

ADORNO ZEDER

005/005

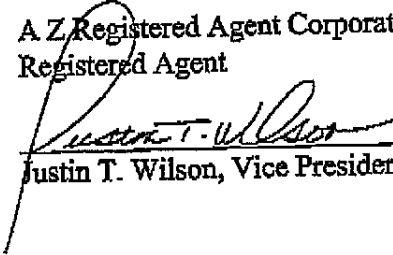
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ACCEPTANCE BY REGISTERED AGENT

Having been appointed the Registered Agent of R & V Investments Corp., the undersigned accepts such appointment and agrees to act in such capacity.

Dated this 14 day of December, 2000.

A Z Registered Agent Corporation,
Registered Agent


Justin T. Wilson, Vice President

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