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To: Division of Corporations
Fax Number : (850) 205-0381

From: Account Name : ARIAS TOVAR & ASSOCIATES, P.A.
Account Number : I20000000125
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FLORIDA PROFIT CORPORATION OR P.A.

H & C CORP.

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N. Culligan, SEP 24 2001

ARTICLES OF INCORPORATION
OF
H & C CORP.

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ARTICLE I: NAME

The name of the Corporation shall be: H & C CORP.

ARTICLE II: PRINCIPAL OFFICE

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

9701 Fontainebleau Blvd., Suite # 110, Miami, FL 33172

ARTICLE III: PURPOSE

The Corporation shall provide catering services and also be involved in international trade, commercial and investment activities pertaining to the food industry and related fields and shall conduct any and all lawful business in the United States and abroad.

ARTICLE IV: SHARES

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

THIRTY THOUSAND (30,000) shares of US \$1.00 par value each

ARTICLE V: INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida Street Address of the initial Registered Agent is:

Ileana Arias Tovar, Esq.
1725 Main Street, Suite 205
Weston, FL 33326

ARTICE VI: INITIAL BOARD OF DIRECTORS AND OFFICERS

The Corporation shall initially have three (3) Directors and four (4) Officers to hold office until the first annual meeting of stockholders or Directors, respectively, and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death.

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The number of Directors may increase in accordance with the procedure stated in the By-Laws of the Corporation. The number of Officers may also increase or decrease in accordance with the procedure stated in the By-Laws of the Corporation.

The names and addresses of the initial Directors are:

Hugo Coronado Vargas:	9701 Fontainebleau Blvd., Suite 110, Miami, FL 33172
Osmyr B. Henriquez:	9701 Fontainebleau Blvd., Suite 110, Miami, FL 33172
Hugo Coronado:	9701 Fontainebleau Blvd., Suite 110, Miami, FL 33172

The names of the initial Officers are:

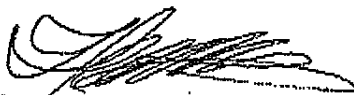
Hugo Coronado Vargas:	President
Hugo Coronado:	Vice - President
Osmyr B. Henriquez:	Secretary & Treasurer

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ARTICLE V: INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is:

Ileana Arias Tovar, Esq.
1725 Main Street, Suite 205
Weston, FL 33326



Signature of Incorporator

Date: September 24, 2001

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 position as Registered Agent.



Signature of Registered Agent

Date: September 24, 2001

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