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

From: Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305)599-0839
Fax Number : (305)716-0346

02 JUN 26 PM 4: 30
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.
SAN BARTOLOME USA, INC.

| | |
|-----------------------|---------|
| Certificate of Status | 0 |
| Certified Copy | 1 |
| Page Count | 03 |
| Estimated Charge | \$78.75 |

ARTICLES OF INCORPORATION
OF
SAN BARTOLOME USA, INC.

FILED
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TALLAHASSEE, FLORIDA

Article I
Name

The name of this corporation is: SAN BARTOLOME USA, INC.

Article II
Principal Office Address

The mailing address of the Corporation is: 3051 SW 27th Avenue, #401
Coconut Grove, Fl. 33133

Article III
Capital Stock

This corporation shall have the authority to issue 1000 shares of common stock with a par value of \$1.00 per share.

Article IV
Pre-Emptive Rights

Every shareholder, upon the sale of any unissued stock of this corporation for cash, assets or other consideration, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article V
Initial Registered Office and Agent

The name and address of the registered agent of the Corporation is:

Juan Blanco
3051 SW 27th Avenue, #401
Coconut Grove, Fl. 33133

Article VI
Incorporator

The name and address of the incorporator is:
KEVIN GUANAGA, P.A.
KEVIN C. GUANAGA, ESQ.
4201 S.W. 11th Street
MIAMI, FLORIDA 33134

Article VII
Initial Board of Directors

The name and address of the initial director of this corporation is:

Juan Blanco

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

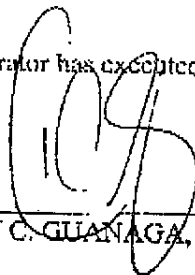
Article VIII
Indemnification

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

Article IX
Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on June 26, 2002

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 26th day of June, 2002.



KEVIN C. GUANAGA, Incorporator

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

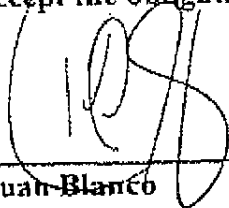
Pursuant to the provisions of s607.0501, Florida Statutes, the undersigned corporation, organized pursuant under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

The name of the Corporation is: San Bartolome USA, Inc.

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

Juan Blanco
3051 S.W. 27th Avenue
#401
Coconut Grove, Fl. 33133

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



Juan Blanco

By Kevin C. Guanaga as attorney-in-fact

Date: June 26, 2002

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