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 TALLAHASSEE, FL 32301 CONTACT: RAY BOURGAIN
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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: INTERAMERICAN IMPORT AND EXPORT, INC.

FAX AUDIT NUMBER: H9600009342

CURRENT STATUS: REQUESTED

DATE REQUESTED: 07/05/1996

TIME REQUESTED: 13:47:24

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 DIVISION OF CORPORATIONS

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**ARTICLES OF INCORPORATION
INTERAMERICAN IMPORT AND EXPORT, INC.**

The undersigned, desiring to form a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liabilities, rights and privileges and immunities of corporations for profit, certifies that:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation shall be:
INTERAMERICAN IMPORT AND EXPORT, INC.

ARTICLE II - EXISTENCE

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of the United States and of this State.

ARTICLE IV - STOCK

This corporation is authorized to issue 600 shares of common stock, each having a par value of \$1.00 which shall be designated common shares.

ARTICLE V - ADDRESS

The initial address of the principal office of the corporation is 260 Crandon Blvd.

Scott B. Bennett, Esq.
3000 S. Dixie Hwy.
Miami, FL 33133
(305) 854-3530
FBN. 874655

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Key Biscayne, Florida 33149, and the name of the initial registered agent of this corporation is:

CHRISTINA LORIDO
260 Crandon Blvd, Key Biscayne, Florida 33149

ARTICLE VI - DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial director of this corporation is:

CHRISTINA LORIDO
260 Crandon Blvd, Key Biscayne, Florida 33149
President

ARTICLE VII - SUBSCRIBERS

The name of the subscribers to these Articles of Incorporation are as follows:

Christina Lorido 600 shares

ARTICLE VIII - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws of this corporation shall be

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vested in the Board of Directors and Shareholders.

ARTICLE IX - DIRECTORS' COMPENSATION

The Shareholders of this corporation shall have the exclusive authority to fix the compensation of the Director of this Corporation.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment thereto and any right conferred upon the shareholders is subject to this reservation.

Christina Lorido
CHRISTINA LORIDO

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

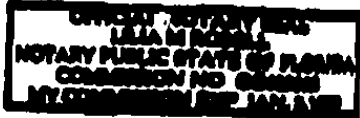
BEFORE ME the undersigned authority, appeared CHRISTINA LORIDO, personally known to me to be the individual described herein and who acknowledged before me

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that she executed the foregoing for the purposes therein expressed.

SWORN AND SUBSCRIBED to before me this 5th day of July, 1996.



[Signature]
NOTARY PUBLIC,
State of Florida at large.

My Commission Expires:

CERTIFICATE OF DESIGNATION

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:

INTERAMERICAN IMPORT AND EXPORT, INC.

2. The name and address of the Registered Agent and Office is:

CHRISTINA LORIDO
260 Crandon Blvd, Key Biscayne, Florida 33149

[Signature]
CHRISTINA LORIDO

Date: 7/05/96

Having been named as Registered Agent and to accept service of process for the above stated

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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.

Christina L. Ordo
CHRISTINA LORDO

Date: 7/5/96

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