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From: Account Name : FAS-T CORP. AGENTS, INC.
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SECRETARY OF STATE
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FLORIDA PROFIT CORPORATION OR P.A.

HM REAL IMPORT & EXPORT, INC.

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 17, 1998

FAS-T CORP AGENTS INC

SUBJECT: HM REAL IMPORT & EXPORT, INC.
REF: W98000028130

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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Freida Chesser
Corporate Specialist

FAX Aud. #: E98000023389
Letter Number: 298A00059217

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF INCORPORATION
OF
HM REAL IMPORT & EXPORT, INC.**

I, the undersigned, in order to form a corporation under a pursuant to the provisions of the Laws of the State of Florida for the purposes hereafter set forth, hereby subscribe to this Certificate of Incorporation.

**ARTICLE I
NAME OF CORPORATION**

The name of the proposed corporation shall be:

HM REAL IMPORT & EXPORT, INC.

**ARTICLE II
NATURE OF BUSINESS**

The general nature of the business to be transacted by this corporation shall be any activity permitted under the laws of the United States and the State of Florida.

**ARTICLE III
CAPITAL STOCK**

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is 500 shares at no par value.

Prepared by:
Antonio Sanchez
7900 N.W. 67TH Street
Miami Fl. 33166
PH: (305) 592-2910

**ARTICLE IV
TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE V
PRINCIPAL PLACE OF BUSINESS**

The initial street address in this state of the principal office of this corporation is 7900 N.W. 67TH Street Miami FL. 33166. The Board of Directors may, from time to time, move the principal office to any other address in Florida.

**ARTICLE VI
DIRECTORS**

This corporation shall have initially two (2) directors. The number of directors may increased or diminished from time to time by-laws adopted by the shareholders.

**ARTICLE VII
INITIAL DIRECTORS**

The name and street of the member of the first Board of Director is:

President	Antonio Sanchez 10750 S.W. 67th Terrace Miami Fl. 33173
Vice-President	Mateo Sanchez
Secretary-Treasurer	10720 S.W. 67th Terrace Miami Fl, 33173

**ARTICLE VIII
INCORPORATOR**

The name and street address of the person signing these Articles of Incorporation as the incorporator is Antonio Sanchez 7900 N.W. 67TH Street Miami Fl. 33166

**ARTICLE IX
REGISTERED AGENT**

The initial designation of the registered office of this corporation shall be, 7900 N.W. 67TH Street Miami Fl. 33166

And the registered agent shall be

Antonio Sanchez

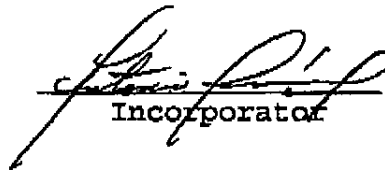
Pursuant to Florida Statutes Section 607.164, having been named to accept process for the above stated corporation, at the place designated in these Articles of Incorporation, I Hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By: 
Registered Agent

**ARTICLE X
AMENDMENT**

This Corporation reserves the right to amend any provision of this articles of Incorporation in the manner provided by law. Any rights conferred upon shareholders shall be subject to this reservation.

IN WITNESS WHEREOF, The undersigned has executed, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this December 15th, 1998.

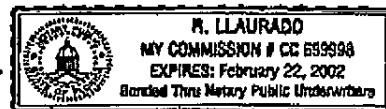

Incorporator

(STATE OF FLORIDA)
(COUNTY OF DADE)

BEFORE ME, A Notary Public, personally appeared: Antonio Sanchez or herein, who, executed the foregoing Articles of incorporation and stated on oath that the contents thereof are true and correct, this December 15th, 1998.

My commissions expires:

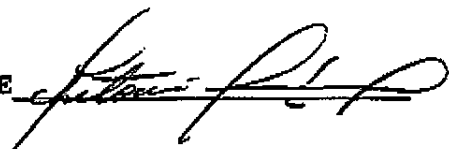




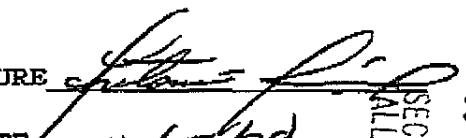
**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE.**

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 designation the registered office/registared agent, in the State of Florida.

1. The name of the corporation is : HM REAL IMPORT & EXPORT, INC.
2. The name and address of the registered agent and office is:
Antonio Sanchez 7900 N.W. 67th. Street Miami Fl. 33166

SIGNATURE 
 TITLE: PRESIDENT
 DATE: December 15th, 1998

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 AGREED 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 OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE 
 DATE: 12/15/98

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 TALLAHASSEE, FLORIDA