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L. ZARUS CORPORATE FILING SERVICE, INC.
(Requestor's Name)

3320 S.W. 87th AVENUE
(Address)

MIAMI, FLORIDA (305) 552-5973
(City, State, Zip) (Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

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*****78.75 *****78.75

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. ALTE SPA IMPORT & EXPORT, INC.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- Walk in Pick up time 2.00 Certified Copy
 Mail out Will wait Photocopy Certificate of Status

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 99 JAN 29 PM 12:43
 SECRETARY OF STATE
 TALLAHASSEE FLORIDA

| NEW FILINGS | |
|-------------------------------------|-------------------|
| <input checked="" type="checkbox"/> | Profit |
| <input type="checkbox"/> | NonProfit |
| <input type="checkbox"/> | Limited Liability |
| <input type="checkbox"/> | Domestication |
| <input type="checkbox"/> | Other |

| AMENDMENTS | |
|--------------------------|---------------------------------------|
| <input type="checkbox"/> | Amendment |
| <input type="checkbox"/> | Resignation of R.A., Officer/Director |
| <input type="checkbox"/> | Change of Registered Agent |
| <input type="checkbox"/> | Dissolution/Withdrawal |
| <input type="checkbox"/> | Merger |

| OTHER FILINGS | |
|--------------------------|------------------|
| <input type="checkbox"/> | Annual Report |
| <input type="checkbox"/> | Fictitious Name |
| <input type="checkbox"/> | Name Reservation |

| REGISTRATION/QUALIFICATION | |
|-------------------------------------|---------------------|
| <input checked="" type="checkbox"/> | Foreign |
| <input type="checkbox"/> | Limited Partnership |
| <input type="checkbox"/> | Reinstatement |
| <input type="checkbox"/> | Trademark |
| <input type="checkbox"/> | Other |

RECEIVED
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 DIVISION OF CORPORATION

Examiner's Initials

ARTICLES OF INCORPORATION
OF
ALTE SPA IMPORT & EXPORT, INC.

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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ARTICLE I

The name of this corporation is:

ALTE SPA IMPORT & EXPORT, INC.

ARTICLE II

This corporation shall be perpetual, commencing as of the date hereof.

ARTICLE III

This corporation is organized for the purpose of transacting any or all lawful business, including but not limited to:

- a. Any lawful business permitted to a Corporation organized under Florida General Corporation law, chapter 607, Florida Statutes.
- b. Pursue its purposes and business in any and all locations, foreign or domestic.
- c. Acquire, own, hold, develop, deal in and with, maintain and operate, unlimitedly, such real and personal property of every kind and description within and without the State of Florida.
- d. Buy and sell real and personal property of any nature whatsoever.
- e. Convey, sell, assign, transfer, lease, mortgage, pledge, exchange or otherwise deal with any property.
- f. Import and export wares, goods and merchandise of any nature whatsoever.

g. Carry on all or any of the business of manufacturers, producers, fabricators, processors, distributors, purchasers and sellers of products and supplies of every kind, character and nature.

h. Purchase, hold, sell, transfer or deal in any manner with or in stocks, bonds, obligations, securities or interests of its own or of any other person, firm or corporation.

i. Pay cash or issue capital stock debentures, bonds, mortgages, or other obligations of the corporation for any acquisition by the corporation and for any other lawful purpose.

j. Engage in the acquisition, ownership, sale, distribution and licensing of patents, improvements and franchises, trademarks and trade names, and to operate thereunder.

k. Enter into, make and perform contracts of every kind and description with any person, firm or association, corporation and body politic conducive to the attainment of any of the objects or purposes of the corporation.

l. Enter into any and all types of agreements relating to financing, factoring and guarantees and to guarantee or secure, in any way, the debts or obligations of any other persons, firms and/or corporations.

m. Guarantee performance by any other person and/or entity.

In general, this corporation may, without restriction, perform any and all acts and functions permitted by law.

ARTICLE IV

This corporation is authorized to issue Three Hundred shares of common stock at \$1.00 par value.

ARTICLE V

The street address of the initial principal office of this corporation is:

7200 West 2nd Lane
Hialeah, FL 33014

and the name of the initial registered agent of this corporation is:

Mario L. Santibanez

ARTICLE VI

This corporation shall have _____ directors initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than three (3). The names and addresses of the initial directors of this corporation are:

| <u>NAME</u> | <u>ADDRESS</u> |
|-----------------------------|--|
| Silvio Castillo - President | 7200 West 2nd Lane Hialeah, FL 33014 |
| Julio Guerra - Secretary | 5400 West 14th Lane Hialeah, FL 33012 |
| Rafael Chavarry - Treasurer | 7200 West 2nd Lane Hialeah, FL 33014 |

ARTICLE VII

The name and address of the person signing these Articles of Incorporation is:

Mario L. Santibanez
5865 West 16th Avenue #106
Hialeah, FL 33012

ARTICLE VIII

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 27th day of January, 1999.

Having been named as registered agent and to accept the service.

R. Santibanez
REGISTERED AGENT

M. Santibanez
SUBSCRIBER

STATE OF FLORIDA]
] SS
COUNTY OF DADE]

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State and County aforesaid, personally appeared Mario L. Santibanez, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 27th day of January, 1999.

Marilyn Gonzalez
NOTARY PUBLIC
State of Florida at large
My Commission Expires: 03-02
#00710244
Bonded thru
Troy Fair-Insurance
NOTARY PUBLIC, STATE OF FLORIDA

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