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TO: DIVISION OF CORPORATIONS FAX #: (850)922-4001

FROM: CORPORATE CREATIONS INTERNATIONAL INC. ACCT#: 110432003053
CONTACT: ~~JOHNNY C RODRIGUEZ~~ Luis
PHONE: (305)672-0686 FAX #: (305)672-9110

NAME: SONIA AMERICA, INC.
AUDIT NUMBER.....H97000019871
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..1 PAGES..... 4
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ARTICLES OF INCORPORATION

EFFECTIVE DATE
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Article I. Name

The name of this Florida corporation is:
Sonia America, Inc.

Article II. Address

The mailing address of the Corporation is:
Sonia America, Inc.
c/o 80 SW 8th Street, Suite 2077
Miami FL 33130

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
Luis Agramunt
80 SW 8th Street, Suite 2077
Miami FL 33130

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Jose Ferrer Beltran
Sonia Ferrer Lopez
Maria Jose Ferrer Lopez
Estefania Ferrer Lopez
Juan Jose Pelayo

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.

Juris Magister Corporate Services
80 SW 8th Street, Suite 2077
Miami FL 33130
305-373-5802

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Article V. Capital Stock

The Corporation shall have the authority to issue 10,000 shares of common stock, par value $1.00 per share.

Article VI. Incorporator

The name and address of the incorporator is:
Juris Magister Corporate Services
80 SW 8th Street, Suite 2077
Miami FL 33130

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on December 1, 1997.

The undersigned incorporator executed these Articles of Incorporation on December 2, 1997.

JURIS MAGISTER CORPORATE SERVICES
Luis Agramunt, President
by L.A. Uriarte as attorney-in-fact

Juris Magister Corporate Services
80 SW 8th Street, Suite 2077
Miami FL 33130
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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE

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TALLAHASSEE, FLORIDA

CORPORATION:
Sonia America, Inc.

REGISTERED AGENT/OFFICE:
Luis Agramunt
80 SW 8th Street, Suite 2077
Miami FL 33130

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.

LUIS AGRAMUNT
by L.A. Uriarte as attorney-in-fact

Date: December 2, 1997

Juris Magister Corporate Services
80 SW 8th Street, Suite 2077
Miami FL 33130
305-373-5802

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