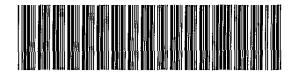
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EIVISION OF CORPORATIONS

11

TRANSMITTAL LETTER

TO: Registration Section Division of Corporations	=
SUBJECT: GRUPO INFINNITI INC.	
	ration - must include suffix)
Dear Sir or Madam:	-
The enclosed "Application by Foreign Corporation "Certificate of Existence", and check are submitted to transact business in Florida.	for Authorization to Transact Business in Florida", I to register the above referenced foreign corporation
Please return all correspondence concerning this m	atter to the following:
ENRIQUE BLANCO	0 0
(Narr	ne of Person)
GRUPO INFINNITI INC.	- · · · · · · · · · · · · · · · · · · ·
(Firm	n/Company)
P.O. BOX 24594	ne of Person)
(1	Address)
FT. LAUDERDALE FL. 33307	
(City/Si	tate and Zip code)
For further information concerning this matter, plea	ase <u>call</u> : W02-32132
ENRIQUE BLANCO at (95	54 5275408
(Name of Person) (A	rea Code & Daytime Telephone Number)
STREET ADDRESS: Registration Section Division of Corporations 409 E. Gaines St. Tallahassee, FL 32399	MAILING ADDRESS. Registration Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314
Enclosed is a check for the following amount:	
♥ \$70.00 Filing Fee	☐ \$78.75 Filing Fee & ☐ \$87.50 Filing Fee, Certified Copy



FLORIDA DEPARTMENT OF STATE Jim Smith Secretary of State

November 8, 2002

ENRIQUE BLANCO GRUPO INFINNITI INC. PO BOX 24594 FT LAUDERDALE, FL 33307

SUBJECT: GRUPO INFINNITI INC. Ref. Number: W02000032132

We have received your document for GRUPO_INFINNITI INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Your answer in line 8 is incomplete.

A business entity may not serve as its own registered agent. Please designate an individual or another business entity with an active registration or filing with this office, having a Florida street address identical with that of the registered office.

Unfortunately, the enclosed certified copy does not meet our filing requirements.—We require a certificate of existence, which usually consists of a single sheet of paper and clearly reflects the entity is a valid entity in its home state/country. You can obtain the certificateof existence from the same office that provided you with the certified copy.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6958.

Lee Rivers Document Specialist

Letter Number: 502A00061131

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STAT<u>UT</u>ES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

I. GRUPO II	NFINNITI, INC.		
words or abbre	oration; must include the word "INCORPORA viations of like import in language as will clea or partnership if not so contained in the name	TED", "COMPANY", "CORPORATION" or array indicate that it is a corporation instead of a at present.)	
2. TEXAS		_{3.} 760632518	
	y under the law of which it is incorporated)	(FEI number, if applicable)	
4. 12/03/19	999 -	5. PERPETUAL	
(Dat	te of incorporation)	(Duration: Year corp. will cease to exist or "perpetua	al")
6. 11/01/02		<u>. </u>	
		not transacted business in Florida, insert "upon qualification 01, 607.1502 and 817.155, F.S.)	on.")
_{7.} 1701 MIC	CHIGAN SUITE 4 HOUSTON TX 7	77006	
	(Principal office ac	· ·	3 2
P.O. BOX	X 66642 HOUSTON TX. 77266-66	42	ON O
·	(Current mailing ac	1	NoFC
8. Attached y	ou will found the articles of incorpo	pration with the purposes of the corporation	P GR
(Purpose	(s) of corporation authorized in home state or	A-1	OR AT
9. Name and <u>str</u>	<u>eet address</u> of Florida registered agent	t: (P.O. Box or Mail Drop Box NOT acceptable)	∓ ≅
Name:	ENRIQUE BLANCO		•
Office Address:	1417 NE 3RD AVE.		
	FT. LAUDERDALE	, Florida <u>33304</u>	
	(City)	(Zip code)	

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRE	ECTORS ENRIQUE BLANCO	=					
	1417 NE 3RD AVE FT. LAUDERDALE FL. 33304						
_							
Vice Chair	man:						
Address:	· · · · · · · · · · · · · · · · · · ·	· 					
_							
Director:				 -			
Address: _			•				
Director:					<u> </u>		
Address.				8	DIVISE SE		
B. OFFI	CERS			NOV 2	ON OF T		
President	ENRIQUE BLANCO			7			
	1417 NE 3RD AVE. FT. LAUDERDALE FL.		. Place	-2-	STA		
					250		
Vice Presid	dent:		<u> —</u> —————————————————————————————————				
Address: _							
-							
Secretary:	-	<u></u>	<u> </u>		<u> </u>		
Address: _		. <u></u>	и		·		
Treasurer:			·				
Address: _		<u>-</u>	<u> </u>				
NOTE: I	f necessary, you may attach an addendum to the appl	ication listing addit	ional officers and	l/or directors.			
13							
-	(Signature of Chairman, Vice Chairman, or an	y officer listed in n	umber 12 of the a	pplication)			
14	VRIQUE BLANCO (Typed or printed name and capacity of	of nerson signing an	mlication)				
	(Typed of printed hand and capacity to	vi bersou signing ab	prications				

Corporations Section P.O.Box 13697 Austin, Texas 78711-3697



Gwyn Shea Secretary of State

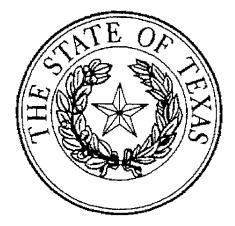
Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Articles Of Incorporation for GRUPO INFINNITI, INC. (filing number: 156026600), a Domestic Business Corporation, was filed in this office on December 03, 1999.

It is further certified that the entity status in Texas is active.

SLCRETARY OF ST VISION OF CORPOR 2 NOV 27 PH 3

In testimony whereof, I have hereunto signed my manne officially and caused to be impressed hereon the Soal of State at my office in Austin, Texas on November 20, 2002.



Gwyn Shea Secretary of State Corporations Section P.O.Box 13697
Austin, Texas 78711-3697



Gwyn Shea Secretary of State

Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the attached is a true and correct copy of each document on file in this office as described below:

GRUPO INFINNITI, INC. Filing Number: 156026600

Articles Of Incorporation

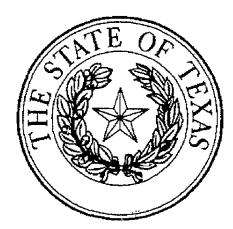
December 03, 1999

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on October 22, 2002

ON 27 PH 2: 14

Luyn Shea

Gwyn Shea Secretary of State



ARTICLES OF INCORPORATION OF GRUPO INFINNITI, INC.

In the Office of the Secretary of State of Toxics

DEC 03 1999

Corrections section

I, the undersigned natural person of the age of eighteen (18) years or more and a citizen of the State of Texas, acting as Incorporator of a corporation under the Texas Business Corporation Act, do hereby adopt the following Articles of Incorporation for such corporation

ARTICLE I

The name of the corporation is Grupo Infinuiti, Inc.

ARTICLE II

The period of its duration is perpetual

ARTICLE III

The purpose or purposes for which the corporation is organized are-

SECRETARY OF STATE DIVISION OF CORPORATION OF CORPORATION 12: 14

To engage in the business of selling beauty and health related natural products.

To make guaranties respecting the contracts, securities, or other obligations of any person (including, but not limited to, any domestic or foreign corporation, partnership, association, joint venture, or trust, but excluding any officer or director hereof) if such guaranty may reasonably be expected to benefit, directly or indirectly, this corporation,

To design, manufacture, purchase or otherwise acquire, invest in, own, mortgage, pledge, sell, rent, assign or deal with goods, wares and merchandise and personal property of every class and description;

To engage in and carry on a general manufacturing business, and to buy, sell and otherwise acquire and dispose of raw materials, supplies, equipment and other property in connection therewith,

To enter into, make and perform contracts of every kind and description, as principal and agent, with any person, firm, association, corporation, municipality, country, state, political subdivision or government or colony or dependency thereof,

To apply for, purchase, register, or in any manner to acquire, and to hold, own, use, operate and introduce, and to sell, lease, license and assign, pledge, or in any manner otherwise dispose of, and in any manner deal in or with, patents, patent rights, royalties and estates, licenses, copyrights, trademarks, trade names, interests or rights in any of them, and to acquire, own, use or in any manner dispose of any and all inventions, improvements and processes, labels, designs, plans or other rights, and to work, operate or develop the same, and to carry on any similar business, manufacturing or otherwise, which may directly or indirectly effectuate these objects or any of them;

To erect, repair or operate any buildings, warehouses, hotels, cafes, or improvements, and operate either a public or private warehouse, or both, and to accumulate and to lend money for said purposes, and to purchase, sell, lease, improve and subdivide real property in Texas and to accumulate and lend money for that purpose, secondarily, to take, lease, purchase or otherwise acquire and to own, work, improve, develop, subdivide and otherwise handle, deal in and dispose of real estate, real property, and interests or rights therein outside of Texas,

To acquire, hold, dispose of and deal in royalty and other interests in minerals and to manage and control the said mineral interests and to collect the revenues arising therefrom.

In general, to carry out any other business in connection with the foregoing and to have and exercise all the powers conferred by the Laws of Texas upon corporations formed under the Texas Business Corporation Act and to do any and all other things hereinbefore set forth to the same extent as natural persons might or could do.

ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue is 100,000 shares of common stock at a par value of One Dollar (\$1.00) per share.

ARTICLE V

The corporation will not commence business until it has received for the issuance of its shares consideration of the value of the One Thousand and No/100 (\$1,000.00) Dollars, consisting of money, labor done, or property actually received.

ARTICLE VI

The post office address of its initial registered office and the name of its initial registered agent at such address is

Ronald R. Niehaus 5851 San Felipe, Suite 950 Houston, Texas 77057

ARTICLE VII

The number of directors constituting the initial Board of Directors is three (3) and the name and address of the person who is to serve as director until the first annual meeting of shareholders or until his successor is elected and qualified is:

Enrique Blanco
Jose'Benitez 2010
Col. Obispado
Monterrey, N.L., Mexico 64010

Jose Ignacio Odrizola Jose'Benitez 2010 Col. Obispado Monterrey, N.L., Mexico 64010

Javier Romero
Jose'Benitez 2010
Col. Obispado
Monterrey, N.L., Mexico 64010

ARTICLE VIII

The names and address of the incorporator is:

Ronald R Nichaus 5851 San Felipe, Suite 950 Houston, Texas 77057 DIVISION OF CORPORATION OR NOV 27 PM 2: 1

ARTICLE IX

The Board of Directors of this corporation is expressly authorized to alter, amend or repeal the By-Laws or to adopt new By-Laws of this corporation, without any action on the part of the shareholders; but the By-Laws made by the directors and the powers so conferred may be altered or repealed by the shareholders.

IN WITNESS WHEREOF, I have hereunto set my hand this the day of November, 1999.

RONALD R. NIEHAUS

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