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MARCELL FELIPE, J.D.
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FILED
00 MAY 22 AM 8:36
TALLAHASSEE, FLORIDA
CLERK OF STATE

April 27, 2000

Department of State
Division of Corporations
P.O. Box 5327
Tallahassee, Florida 32314

800003235838--6
-05/02/00-01093-012
*****78.75 *****78.75

Re: Name of Corporation: Sugar Bay Exports (2000), Inc.

Dear Sir/Madam:

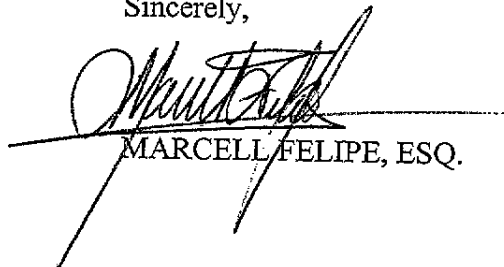
Enclosed please find two counterparts of the Articles of Incorporation for **SUGAR BAY EXPORTS (2000), INC.** to be filed with the Florida Department of State, Division of Corporations and a check in the amount of \$78.75 payable to the Secretary of State to cover the following:

Filing Fee	\$ 35.00
Designation of Register Agent	\$ 35.00
Certified Copy	\$ 8.75
TOTAL:	\$ 78.75

Once filed, kindly mail a certified copy of the Articles of Incorporation to our office and fax us a copy of the same.

If you have any questions, do not hesitate to contact the undersigned.

Sincerely,


MARCELL FELIPE, ESQ.

MF/ita
Encls.

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F. 01-23832

MAY 4 2000

ARTICLES OF INCORPORATION
OF
SUGAR BAY EXPORTS (2000), INC.

00 MAY -2 AM 8:36
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby executes, acknowledges and files with the Florida Department of State the following Articles of Incorporation (the "Articles") for the purpose of organizing a corporation under the Florida Business Corporation Act (the "Act").

ARTICLE I - Name

The name of the corporation is **SUGAR BAY EXPORTS (2000), INC.**

ARTICLE II - Principal Office

The initial principal place of business or mailing address of the Corporation shall be The Pointe, Unit #901, 2880 N.E. 14th Street, Pompano Beach, Florida 33062.

ARTICLE III - Term of Existence

This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

ARTICLE IV - Nature of Business

This corporation is organized for the purpose of a business of import and export of goods and/or any other lawful business purpose recognized under the laws of the State of Florida.

ARTICLE V - Authorized Shares

(a) Number. The Corporation is authorized to issue one thousand (1,000) shares of common stock having a par value of \$1.00 each.

(b) Preemptive Rights. Shareholders shall have preemptive rights.

ARTICLE VI - Initial Registered Office and Agent

The street address of the initial registered office of this corporation shall be 888 Brickell Avenue, 5th Floor, Miami, Florida 33131 and the name of the initial registered agent of this corporation at that address is MARCELL FELIPE, ESQ.

ARTICLE VII - Directors

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the Corporation shall be managed under the direction of its board of directors. The Corporation shall have one (1) director initially. The number of directors may thereafter be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The name and address of the first member of the board of directors are:

Name:

Antonio Carbone

Address:

c/o Nagel, Goldstein & Felipe
888 Brickell Avenue, 5th Floor
Miami, FL 33131

ARTICLE VIII - Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors and the shareholders, but the board of directors may not alter, amend or repeal any bylaws adopted

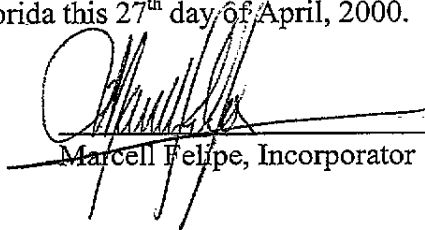
by the shareholders if the shareholders provide that such bylaws shall not be altered, amended or repealed by the board of directors.

ARTICLE IX - Incorporator

The name and address of the subscriber to these Articles are:

<u>Name:</u>	<u>Address:</u>
MARCELL FELIPE, ESQ.	888 Brickell Avenue, 5 th Floor Miami, Florida 33131


IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation in the City of Miami, State of Florida this 27th day of April, 2000.



_____(SEAL)
Marcell Felipe, Incorporator

STATE OF FLORIDA)
)SS:
COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned authority, this day personally appeared MARCELL FELIPE, who is to me well known to be the person described in and who subscribed the above Articles of Incorporation, and he did acknowledge before me that he made and subscribed the same for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in Miami- Dade County, Florida this 27th day of April, 2000




Printed Name: _____
Notary Public
My Commission Expires _____
 ibis T. Alonzo
★ My Commission CC924882
Expires April 03, 2004

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**


In compliance with Section 48.091, Florida Statutes, the following is submitted:

SUGAR BAY EXPORTS (2000), INC., desiring to organize or qualify under the laws of the State of Florida with its principal place of business at City of Miami, State of Florida has named Marcell Felipe, Esq., located at 888 Brickell Avenue, 5th Floor, Miami, Florida 33131, as its agent to accept service of process within Florida.


_____(SEAL)
MARCELL FELIPE
Incorporator

Dated: April 27, 2000

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


_____(SEAL)
MARCELL FELIPE
Registered Agent

Dated: April 27, 2000

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