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BALLESTAS AND ASSOCIATES, INC.

P.O. BOX 832137

Miami, Florida 33283-2137

(305) 279-3268

FAX (305) 271-7203

00 MAY 19 PM 2: 16

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APRIL 28, 2000

Florida Department of State

Corporate Records

PO Box 6327

Tallahassee, Florida 32314

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-05/01/00--01137--007

*****70.00 *****70.00

RE: KAN-KUN IMPORTS, CO.

ART WORKS & HAND CRAFTS CO.

Gentlemen:

Enclosed are the Incorporation Certificate and recording fees for the captioned corporation.

Please forward the recording letter and charter number to the undersigned at the address above.

Thank you for your cooperation with the above matter.

ACHILLES BALLESTAS

W-11467
21 5/2/00
1.400



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 2, 2000

BALLESTAS AND ASSOCIATES, INC.
P O BOX 832137
MIAMI, FL 33283-2137

SUBJECT: KAN-KUN IMPORTS CO.
Ref. Number: W00000011467

We have received your document for KAN-KUN IMPORTS CO. and check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

If you have any further questions concerning your document, please call (850) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 300A00024178

ARTICLES OF INCORPORATION

FILED

ARTICLE ONE
NAME

00 MAY 19 PM 2:16

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The name of the Corporation shall be:

KAN - KUN IMPORTS, ART WORKS & HAND CRAFTS CO.

ARTICLE TWO
NATURE OF BUSINESS

This Corporation may engage in any activity or business permitted under the laws of the United States of America and the laws of the State of Florida.

ARTICLE THREE
TERM OF EXISTENCE

This Corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida. The date on which corporate existence shall begin is: filing date.

ARTICLE FOUR
CORPORATE ADDRESS

The address of the principal office and mailing address of the corporation is:

**7730 SW 68 TR
MIAMI, FL 33143**

PREPARED BY: BALLESTAS AND ASSOCIATES INC.
P.O. BOX 832137
MIAMI, FL 33283-2137
(305) 279-3268

ARTICLE FIVE
INCORPORATOR

The undersigned corporation does hereby act as incorporator in adopting these Articles of Incorporation for the purpose of organizing a corporation pursuant to the provisions of the Florida Business Corporation Act.

BALLESTAS AND ASSOCIATES INC., a Florida Corporation
P.O.BOX 832137
MIAMI, FL 33283-2137

ARTICLE SIX
MINIMUM CAPITAL

The amount of capital with which the Corporation shall begin Business shall not be less than One Hundred Dollars (\$100.00), or such greater amount as may be required by law.

ARTICLE SEVEN
CAPITAL STOCK

This Corporation is authorized to issue shares of stock as follows:

A. Designation: The Stock of this Corporation shall be known as Common Stock.

B. Authorized: The maximum number of shares of Common Stock that this Corporation may issue is ONE THOUSAND (1000).

C. Par value: Each share of Common Stock shall have the par value of ONE DOLLAR (\$1.00).

ARTICLE EIGHT
ASSIGNATION OF REGISTERED OFFICE
AND REGISTERED AGENT

The Registered office for this Corporation shall be:

7730 SW 68 TRR
MIAMI, FL 33143

The registered agent for this Corporation shall be:

BALLESTAS AND ASSOCIATES INC., a Florida Corporation
at the above address.

ARTICLE NINE
CORPORATE DIRECTORS

The following individual(s) is (are) the Director(s) and officers of the corporation:

MANUEL OCAMPO, DIR, PRES, SEC.
3120 NW 99 CT
MIAMI, FL 33172

IN WITNESS WHEREOF, the undersigned incorporator does make, acknowledge and file these Articles of Incorporation for the purpose of forming a corporation for profit under the laws of the State of Florida.

DATE: This 28 day of April, 2000.

BALLESTAS AND ASSOCIATES INC.
By Achilles Ballestas, President

Achilles Ballestas, President
Incorporator

STATE OF FLORIDA:

: S.S.:

COUNTY OF DADE :

BEFORE ME, the undersigned authority, personally appeared:

ACHILLES BALLESTAS

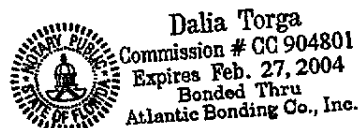
to me well known and known to me to be the individuals described, and who executed the foregoing Articles of Incorporation, and who acknowledged before me that the same was executed for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and Official Seal at Miami, Dade County, Florida.

Date: This 28 day of April, 2000.

Dalia Torga
NOTARY PUBLIC, STATE OF FLORIDA AT LARGE

My commission expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OR PROCESS WITHIN THIS STATE, NAMING AGENT UPON
WHO PROCESS CAN BE SERVED.

00 MAY 19 PM 2:16

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

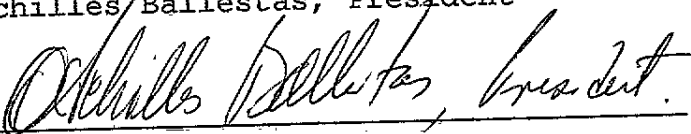
In pursuance of Florida Statutes, the following is submitted in compliance with said statutes:

THAT KAN - KUN IMPORTS, ART WORKS & HAND CRAFTS CO. desiring to organize under the Laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at the City of Miami, County of Dade, State of Florida, has named **BALLESTAS AND ASSOCIATES INC.**, a Florida Corporation, whose registered address is 7730 SW 68 TR., City of MIAMI, County of Dade, State of Florida, as its Agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at place assigned in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of Florida Statutes relative to keeping open said office.

Ballestas and Associates Inc.
by Achilles Ballestas, President


Resident Agent