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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : L & I GALLO, INC.
Account Number : 112177003150
Phone : (954) 424-7239
Fax Number : (954) 472-9280

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

PROGEMART, INC.

Certificate of Status	1
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 25, 2000

L & I GALLO

SUBJECT: PROCEMART, INC.
REF: W00000018448

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The person designated as registered agent in the document and the person signing as registered agent must be the same.

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Becky McKnight
Document Specialist

FAX Aud. #: H00000038266
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**ARTICLES OF INCORPORATION OF
PROGEMART, INC.**

The undersigned, for the purpose of forming a corporation under the Florida Business Corporations Act do hereby adopt the following Articles of Incorporation:

**ARTICLE I
NAME**

The name of the corporation is PROGEMART, INC.

**ARTICLE II
OFFICES**

The principal place of business and mailing address of this corporation shall be:

3900 N.W. 79 AVE # 466
MIAMI, FL 33166

The corporation may have such other offices, either within or without the State of Florida, as the board of directors may designate, or as the business corporation may require from time to time.

**ARTICLE III
PURPOSE**

The general purposes for which the corporation is organized are:

1. To engage in general services, including but not limited to: EXPORT ANIMAL FOOD PROCESSING MACHINERY PARTS
2. To transact any other lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

Prepared By:
L & I GALLO, INC.
1200 DANBURY AVE.
DAVIE, FL 33325
(954) 424-7239 Fax 472-9280

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**ARTICLE IV
CAPITALIZATION AND SHARES**

The number of shares which the corporation is authorized to issue is 1000 common shares at 1.00 par value.

**ARTICLE V
REGISTERED AGENT**

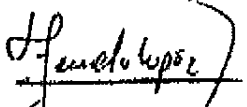
The name and address of the initial registered agent shall be:

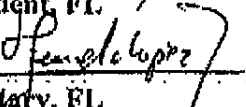
**FERNANDO LÓPEZ
3900 NW. 79 AVE # 466
MIAMI, FL 33166**

**ARTICLE VI
DIRECTORS**

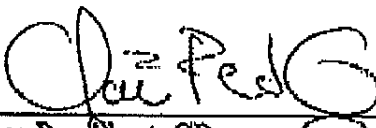
The number of directors constituting the initial board of directors is/are (2). The name and address of each Principal is:

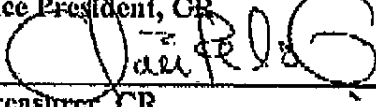
**FERNANDO LOPEZ
3900 NW. 79 AVE # 466
MIAMI, FL 33166**



President, FL


Secretary, FL



Vice President, CR


Treasurer, CR

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**ARTICLE VII
OFFICERS**

The name and address of each officer is:

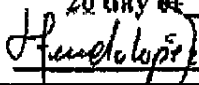
**PRESIDENT
FERNANDO LOPEZ
3900 NW. 79 AVE # 466
MIAMI, FL 33166**

**VICE PRESIDENT
CARMINA REALES
3900 NW. 79 AVE # 466
MIAMI, FL 33166**

**SECRETARY
FERNANDO LOPEZ
3900 NW. 79 AVE # 466
MIAMI, FL 33166**

**TREASURER
CARMINA REALES
3900 NW. 79 AVE # 466
MIAMI, FL 33166**

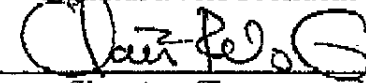
The undersigned has (have) executed these Articles of Incorporation this
20 day of July, 2000



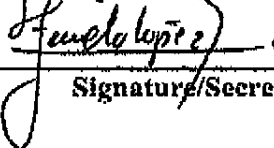
Signature/President



Signature/Vice President



Signature/Treasurer



Signature/Secretary

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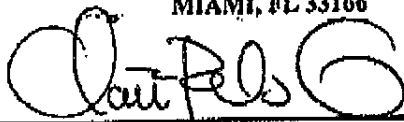
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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statements in designating the registered office / registered agent, in the state of Florida.

1. The name of the corporation is: **PROGEMART, INC.**
2. The name and address of the registered agent and office is:

**FERNANDO LOPEZ
3900 NW. 79 AVE # 466
MIAMI, FL 33166**

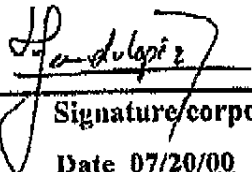


Signature, CR

Title Vice- President

Date 07/20/00

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



Signature corporate officer, FL

Date 07/20/00

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