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Florida Department of State  
Division of Corporations  
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From: Account Name : EMPIRE CORPORATE KIT COMPANY  
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FLORIDA PROFIT CORPORATION OR P.A.

INFLOREX USA CORPORATION

Certificate of Status	0
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## FLORIDA DEPARTMENT OF STATE

Katherine Harris

Secretary of State

December 20, 2000

EMPIRE

SUBJECT: INFLOREX USA CORPORATION  
REF: W00000029770

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

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Neysa Culligan  
Document Specialist

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**ARTICLES OF INCORPORATION**  
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**OF**

**INFLOREX USA, CORPORATION**  
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**ARTICLE I - NAME**

The legal Name of this Corporation is:

**INFLOREX USA, CORPORATION**

**ARTICLE II - DURATION**

The Corporation shall have a perpetual existence.

**ARTICLE III - PURPOSE**

The purpose of this Corporation is to engage in any business and / or activities permitted under the Laws of the United States of Americas and State of Florida.

**ARTICLE IV - CAPITAL STOCK**

The maximum number of shares which this corporation is authorized to have outstanding at any time is ONE THOUSAND, Shares of Common Stock having a par value of \$ 1.00 (One) per each share. The Capital Stock issued is \$ 1000.00.

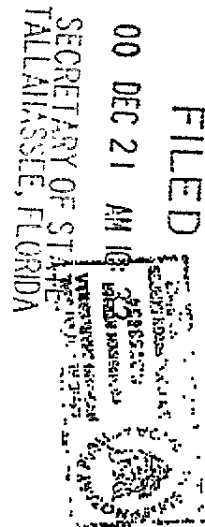
**ARTICLE - V**

**INITIAL AND PRINCIPAL REGISTERED OFFICE AND AGENT**

The initial principal and registered office of this Corporation shall be at 1098 WEST 28TH STREET HIALEAH, FLORIDA 33012 and the initial principal registered agent of the Corporation shall be: LISSETTE MARIE GONZALEZ, who upon accepting this designation and agree, to comply with the provisions of Section No. 48.091, Florida Statute as amended from time to time, with respect to keeping an office open for service of process.

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**ARTICLE VI - INITIAL BOARD OF DIRECTORS**

The initial Board of Directors shall consist of TWO members. The number of Directors may be increased and / or decreased from time to time, by the affirmative vote of a majority of the Board of Directors and by the affirmative vote of the stockholders of not less than two-thirds (2/3) of the outstanding stock of the corporation. The number of Directors never shall be less than One (1) and no more than Five (5). The Names and addresses of the Directors constituting the initial Board of Directors are:

NAME	ADDRESS
1.- CARLOS CORNEJO MIGNONE PRESIDENT /DIRECTOR	REPUBLICA DEL SALVADOR NO. 310 Y SUIZA QUITO, ECUADOR
2.- ALVARO CAMACHO PULIDO SECRETARY/DIRECTOR	REPUBLICA DEL SALVADOR NO. 310 Y SUIZA QUITO, ECUADOR

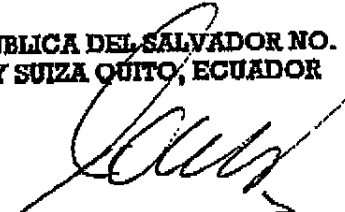
**ARTICLE - VII**

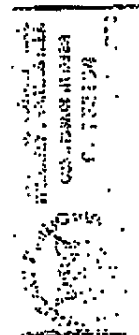
The stockholders of this corporation shall have the power to include in the By-Laws, or adopt resolutions by a two-thirds (2/3) majority and regulatory or restrictive provision regarding the proposed sale, transfer or other disposition of the corporation's stock by its stockholders or in the event of death of any stockholder. Said restrictions shall be binding upon third parties with actual knowledge thereof or if the same, or notice of the same, shall be plainly written upon the certificate evidencing ownership of the stock.

**ARTICLE VIII- INCORPORATOR**

The Name and Address of the Incorporator signing these Articles of Incorporation is:

NAME	ADDRESS
CARLOS CORNEJO MIGNONE INCORPORATOR	REPUBLICA DEL SALVADOR NO. 310 Y SUIZA QUITO, ECUADOR

  
INCORPORATOR-SIGNATURE



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ACCEPTANCE OF REGISTERED AGENT

Having been Named to accept Service of Process for : INFLOREX USA, CORPORATION. at the place designated in the Articles of Incorporation. I, LISSETTE MARIE GONZALEZ accept to act in this capacity, and agree to comply with the provisions of Section 48.091 relative to keeping open said office.

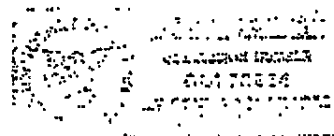
Miami-Dade County  
State of Florida  
Date: DEC 11 2000

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

By: Lissette M. Gonzalez  
Signature - Registered Agent  
1055 WEST 29TH STREET  
HIALEAH, FL. 33012

Witness my hand, signed before me:  
at Miami-Dade County, State of Florida  
DEC 11 2000 of 2000.

Richard C. Illa  
RICHARD C. ILLA  
NOTARY PUBLIC-STATE OF FLORIDA



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