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Articles of Incorporation

TRANSMITTAL LETTER

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

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

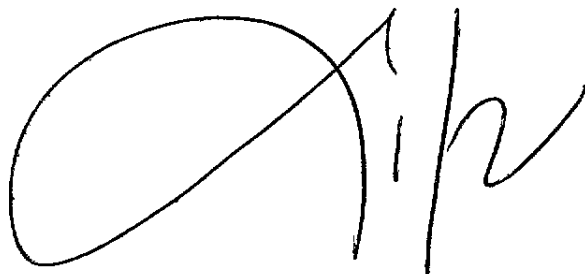
SUBJECT: SOL PERU INC.
(proposed corporate name)

Enclosed is an original and one (1) copy of the articles of incorporation and our check for \$ 70.00.

SOL PERU INC.
Name (printed or typed)
1175 N.E. MIAMI GARDENS DR. APT. 707-E
Address
N. MIAMI BEACH, FL 33179
City, State & Zip
(305) 9447590
Telephone Number

FILED
00 DEC 21 AM 10:26
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Note: Please provide the original and one copy of the Articles.



ARTICLES OF INCORPORATION

OF

SOL PERU INC.

FILED
00 DEC 21 AM 10:26
TALLAHASSEE FLORIDA
SECRETARY OF STATE

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

SOL PERU INC.

ARTICLE II PRINCIPAL OFFICE

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

1175 N.E. MIAMI GARDENS DR. APT.707-E
N. MIAMI BEACH, FL. 33179

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

ONE THOUSAND SHARES OF COMMON STOCK AT ONE DOLLAR
PAR VALUE.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

GEORGE CHERNOFF & ASSOCIATES, P.A.
11890 SW 8 Street Suite 500
Miami, Florida 33184

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation are:


President

ELIZABETH S. GUTIERREZ
1175 N.E. MIAMI GARDENS DR. APT. 707-E
N. MIAMI BEACH, FL. 33179

Vice-President

PEDRO MARTIN SUAREZ
1175 N.E. MIAMI GARDENS DR. APT. 707-E
N. MIAMI BEACH, FL. 33179.

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this 19 day of December, 2000.



ELIZABETH S. GUTIERREZ
PRESIDENT

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

SOLPERU INC.

2. The name and address of the registered agent and office is:

GEORGE CHERNOFF & ASSOCIATES, P.A.

(NAME)

11890 SW 8 Street Suite 500

(ADDRESS)

MIAMI, FLORIDA 33184

(CITY/STATE/ZIP CODE)

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS 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.

George Chernoff & Associates P.A.
Signature. George Chernoff & Associates, PA

December 19, 2000
Date

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00 DEC 21 AM 10:26
SECRETARY OF STATE
TALLAHASSEE FLORIDA