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# LAZARUS CORPORATE FILING SERVICE

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3320 S.W. 87 AVENUE

(Address)

MIAMI, FLORIDA (305)552-5973

(City, State, Zip)

(Phone #)

TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. UNIVERSAL OLIVES COMPANY U.S.A. CORP.  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

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☐ Certificate of Status

NEW FILINGS	
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<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Restatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED  
01 JAN -9 PM 2:42  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA  
DIVISION OF CORPORATIONS  
01 JAN -9 AM 10:24

Examiner's Initials

CERTIFICATE OF INCORPORATION  
OF

UNIVERSAL OLIVES COMPANY U.S.A.CORP.

FILED  
01 JAN -9 PM 2:42  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the State of Florida providing for the formation, liability, right, privileges and immunities of a profit corporation

ARTICLE I - NAME

The name of the corporation shall be:

UNIVERSAL OLIVES COMPANY USA CORP.

ARTICLE II - PRINCIPAL OFFICE

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

16155 S.W. 117 AVE. . UNIT B-23  
MIAMI, FL. 33177

**MAILING ADDRESS: P.O.BOX 650933  
MIAMI, FL 33265 - 0933**

ARTICLE III - PURPOSE

The corporation shall have perpetual existence and may engage in any and all business permitted under the laws of the state of Florida and the United States.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 200 shares of One Dollar (\$ 1.00) par value common stock

#### ARTICLE V – PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new common stock of this corporation, shall have the right to purchase his pro-rata share (as nearly as many be done without issuance of fractional share) at the price at which it is offered to others.

#### ARTICLE VI – INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

HECTOR A. CARBALLOSA  
3301 S.W. 139 AVE.  
MIAMI, FL. 33175

#### ARTICLE VII – BOARD OF DIRECTORS

This corporation shall have FOUR directors initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one(1). The initial directors of this corporation are:

LUIS MARIANO MERCHAN ( 49 % )  
DIRECTOR  
FERNANDO MERCHAN-PEREZ ( 1 % )  
DIRECTOR  
HECTOR A. CARBALLOSA ( 49 % )  
DIRECTOR  
HUGO CARBALLOSA-VAZQUEZ ( 1 % )  
DIRECTOR

#### ARTICLE VIII – INCORPORATOR

The name and street of the incorporator to these article is:

HECTOR A. CARBALLOSA  
3301 S.W. 139 AVE.  
MIAMI, FL. 33175

ARTICLE IX – INDEMNIFICATION

The corporation shall indemnify any officer or directors, or any former officers or directors to the extent permitted by law.

ARTICLE X – BY LAWS

The power to adopt, alter, amend or repeal the by-laws shall be vested in the Board of Directors and the shareholders. In witness whereof, the undersigned incorporator has executed these articles of incorporation this 05th.. day of January 2001

CERTIFICATE DESIGNATING THE ADDRESS AND

AN AGENT UPON WHOM PROCESS MAY BE SERVED

WITNESSED;

That **UNIVERSAL OLIVES COMPANY U.S.A. CORP.** is desiring to organize under the laws of the state of Florida has appointed **HECTOR A. CARBALLOSA** of 3301 S.W. 139 AVE. MIAMI, FL. 33175 as its Registered agent to accept service of process within the state.

ACKNOWLEDGMENT;

Having been named by the first Board of Directors of **UNIVERSAL OLIVES COMPANY U.S.A. CORP.** 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 agree to comply with the applicable provisions of the state of Florida Statutes, this 05 th. Day of January, 2001

x   
\_\_\_\_\_  
REGISTERED AGENT  
INCORPORATOR

FILED  
01 JAN -9 PM 2:42  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA