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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850) 922-4001

FROM: BARINAS & ASSOCIATES INC.

ACCT#: I20000000082

CONTACT: BARON BARINAS (BB)

PHONE: (305) 871-0889

FAX #: (305) 870-9623

NAME: QUILLOTA CORP

AUDIT NUMBER.....H01000010578

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS...1...PAGES.....4

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

Per BC

7 SMITH JAN 25 2001

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ARTICLES OF INCORPORATION

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:

QUILLOTA CORP

ARTICLE II PRINCIPAL OFFICE

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

**14911 SW 82ND TERR
MIAMI, FL 33193**

ARTICLE III SHARES

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

200 SHARES AT \$1.00 PAR VALUE

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

**FERNANDO PASTENES
14911 SW 82ND TERR
MIAMI, FL 33193**

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TALLAHASSEE FLORIDA

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ARTICLE V INCORPORATOR(S)

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

FERNANDO PASTENES
14911 SW 82ND TERR
MIAMI, FL 33193

ERIK PASTENES
7040 SW 24TH ST APT 506
MIAMI, FL 33141

ARTICLE VI

PRESIDENT : FERNANDO PASTENES

VICEPRESIDENT: ERIK PASTENES

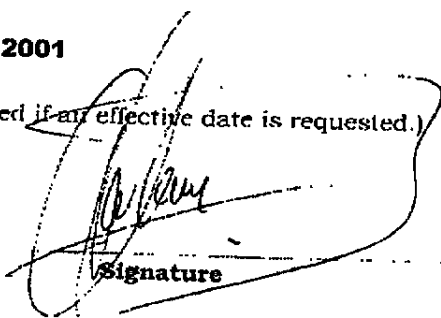
The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

24TH JANUARY

day of

, 2001

(An additional article must be added if an effective date is requested.)



Signature

Signature

Signature

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NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

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**CERTIFICATE OF DESIGNATION OF
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 STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

The name of the corporation is:

QUILLOTA CORP

1 The name and address of the registered agent and office is:

FERNANDO PASTENES

NAME

14911 SW 82ND TERR

(P.O. BOX OR MAIL DROP BOX NOT ACCEPTABLE)

MIAMI, FL 33193

(CITY/STATE/ZIP)

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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.

(SIGNATURE)

01/24/2001

(DATE)

DIVISION OF CORPORATIONS, P. O. BOX 6327, TALLAHASSEE, FL. 32314

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