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

From: Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305)599-0839
Fax Number : (305)716-0346

FLORIDA PROFIT CORPORATION OR P.A.**E&Y INTERNATIONAL TRADING, CORP.**

Certificate of Status	0
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 JAN 31 AM 11:40

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B. McKnight JAN 31 2001

**ARTICLES OF INCORPORATION
OF
E&Y INTERNATIONAL TRADING, CORP.**

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

ARTICLE I NAME

The name of the corporation shall be:

E&Y INTERNATIONAL TRADING, CORP.

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

**8120 NW 71 ST.
MIAMI, FL 33166**

ARTICLE II NATURE OF BUSINESS

This corporation is dedicated to import and export clothes, and footwear and transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

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

1000 SHARES \$ 5.00 PER VALUE

ARTICLE IV TERMS OF EXISTENCE

This corporation is to exist perpetually.

Prepared by:

**Hispan American Services Inc.
1885 W. Flagler St., Suite # 11
Miami, FL 33135**

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TALLAHASSEE, FLORIDA

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address (es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected,

Enrique Jose Perez (390 shares)
President
15321 SW 148 Terr.
Miami, Fl 33196

Josefina Rangel de Perez (510 shares)
Treasurer
Calle Comercio no. 100-52
Valencia, Venezuela

Yeimy Ortiz (100 shares)
Secretary
15321 SW 148 Terr.
Miami, Fl 33196

ARTICLE VI INCORPORATOR(S)

The name(s) and address (es) of the incorporator(s) to these articles of incorporation is(are):

Enrique Jose Perez (390 shares)
President
15321 SW 148 Terr.
Miami, Fl 33196

Josefina Rangel de Perez (510 shares)
Treasurer
Calle Comercio no. 100-52
Valencia, Venezuela

Yeimy Ortiz (100 shares)
Secretary
15321 SW 148 Terr.
Miami, Fl 33196

IN WITNESS WHEREOF, the undersigned incorporator(s) has (have) executed these Articles of Incorporation this 05 day of September 2000

Signature(s) of Incorporator(s)

Enrique Jose Perez
Yeimy Ortiz

J R de Perez

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

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1. The name of the corporation _____

E&Y INTERNATIONAL TRADING, CORP.

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

Raul Reveron

(P.O. BOX NOT ACCEPTABLE)

15321 SW 148 Terr. Miami, Fl 33196

(ADDRESS OFFICE)

SIGNATURE

[Signature]
(corporate officer)

TITLE

President

DATE

01/29/2001

HAVING BEEN NAMED 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 I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE

[Signature]

DATE

01/29/2001