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February 12, 2001

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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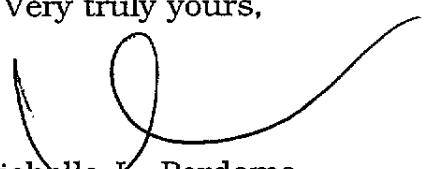
RE: IMPORT & EXPORT SIMON CORPORATION

Dear Sir or Madam:

Enclosed please find two copies of the Articles of Incorporation for the above referenced corporation, together with a check in the amount \$70.00 to cover the cost of the filing fee.

Once registered, please send a stamped copy to the undersigned.

Very truly yours,


Michelle L. Perdomo
Attorney at Law

MLP/mv
Enclosures: as stated

FILED
01 FEB 15 AM 9:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BROWN FEB 16 2001

ARTICLES OF INCORPORATION
OF
IMPORT & EXPORT SIMON CORPORATION

FILED
01 FEB 15 AM 9:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

Import & Export Simon Corporation

The address of the principal office of this corporation shall be:

3163 West 68 Place
Hialeah, Florida 33018

ARTICLE I-. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the State of Florida or any other state, county, territory or nation.

ARTICLE III. CAPITOL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one-hundred (100) shares of common stock at \$1.00 (one dollar) per value share.

The owner of the 100% of the shares of stock is Mr. Carlos Ivan Severiche, Pres.

ARTICLE IV REGISTERED AGENT

The Registered Agent will be Michelle L. Perdomo, P.A., 100 North Biscayne Boulevard, Suite 3000, Miami, Florida 33132.

ARTICLE V. TERM OF EXISTENCE

The name and address of the initial Director(s) of this corporation who shall hold office for the first year until their successors are chosen, shall be:

**Carlos Ivan Severiche
3163 West 68 Place
Hialeah, Florida 33018**

ARTICLE VII. OFFICERS

The names and address of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are duly elected or appointed are:

**President: Carlos Ivan Sereviche
3163 West 68 Place
Hialeah, Florida 33018**

ARTICLE VIII. INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is:

**Carlos Ivan Sereviche
3163 West 68 Place
Hialeah, Florida 33018**

ARTICLE IX. PREEMPTIVE RIGHTS

The shares of the corporation shall be endowed with preemptive

rights, entitling thee shareholders thereof to purchase any additional new issues of stock in direct proportion to their ownership of existing stock.

ARTICLE X. INDEMNIFICATION OF OFFICERS AND DIRECTORS

The corporation does hereby indemnify each of the Officers and Directors for any of their conduct on behalf of or related to their duties as officers or directors of the corporation and holds them harmless for any acts on behalf of or in connection with their services for the corporation.

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand and seal this 9 day of February, 2001.




Carlos Ivan Sereviche, President

FILED
FEB 15 AM 9:59
STATE OF FLORIDA
MIAMI-DADE COUNTY

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN
ARTICLES OF INCORPORATION**

The undersigned, **Michelle L. Perdomo**, a resident of Miami-Dade County, Florida, whose address is **100 N. Biscayne Blvd., Suite 3000, Miami, Florida 33132**, having been designated as the resident agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Chapter 607 of the Florida Statutes.



Michelle L. Perdomo, Esq.