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FLORIDA PROFIT CORPORATION OR P.A.

BERMEO HNOS. USA, INC.

Certificate of Status	0
Certified Copy	1
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 27, 2001

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SUBJECT: BERMEO HNOS, USA, INC.
REF: W01000004472

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ARTICLES OF INCORPORATION

OF

BERMEO HNOS. USA, INC.

I, THE UNDERSIGNED subscriber of the Articles of Incorporation, being a natural person competent to contract, hereby associate ourselves together for the purpose of forming a corporation under the Laws of the State of Florida.

ARTICLE ONE

The name of this corporation shall be:

BERMEO HNOS. USA, INC.

ARTICLE TWO

DURATION: The corporation shall commence corporate existence upon the filing of these Articles of Incorporation with the Secretary of the State of Florida, and continue in perpetual existence unless sooner dissolved as provided by law.

ARTICLE THREE

The purpose of the corporation shall be to such extent as a corporation organized under the Florida corporate law of this state may now or hereafter lawfully do, to do, either as principal or agent and either alone or in connection with other corporations, firms, or individuals, all and everything necessary, suitable, convenient, or proper for, or in connection with, or incident to, the accomplishment of any of the purposes or the attainment of any one or more of the objects herein enumerated, or designed directly or indirectly to promote the interests of this Corporation or to enhance the value of its properties; and in general to do any and all things and exercise any and all powers, rights, and privileges which a corporation may now or hereafter be organized to do or to exercise under the laws governing corporation of this state or under any act amendatory thereof, supplemental thereto, or substituted therefore, or to otherwise engage in any lawful activity either within or without the state of Florida. The corporation may buy, sell, lease, rent, encumber, deal in or otherwise dispose of real or personal property including retail or wholesale sales, manufacturing, assembling, act as commission merchant, broker, jobber dealer, import, export, or any other lawful business activity without limitation. To do any and all other acts and things as are necessary or convenient to the attainment of the purposes of this Corporation and any of them, to the same extent as natural

persons lawfully might or could do in any part of the world, insofar as such acts are permitted to be done by a corporation organized under the Corporation Law of this state.

ARTICLE FOUR

CAPITAL STOCK: The authorized Capital Stock of this company shall be 500 shares of Common Stock, each having a par value of \$1.00 and full voting rights. Consideration for each share shall be \$1.00 in money, property, or other consideration.

ARTICLE FIVE

The initial street address of the corporation's office and the name and address of the initial Registered Agent is as follows:

CORPORATION ADDRESS:

CB# 3253
P.O. BOX 025562
MIAMI, FL 33102-5562

REGISTERED AGENT AND ADDRESS:

Caridad Amores, Esq.
294 Westward Dr.
Miami Springs, FL 33166

The principal place of business is: CB#3253
P.O. BOX 025562
MIAMI, FL 33102-5562

ARTICLE SIX

DIRECTOR: There shall be one director constituting the initial Board of Directors as follows:
SUSAN MARIE BERMEO
CB#3253
P.O. BOX 025562
MIAMI, FL 33102-5562

The number of Directors may be increased or decreased by the by-laws, but shall not be less than one.

ARTICLE SEVEN

SUBSCRIBER: Name and Post Office address of the Subscribers to this Articles of Incorporation and the number of shares of stock they agree to take and the value of the consideration thereof is:

NAME AND ADDRESS:
SUSAN MARIE BERMEO

SHARES OF COMMON STOCK/CONSIDERATION:
500/\$500.00

CB#3253
P.O. BOX 02562
MIAMI, FL 33102-5562

ARTICLE EIGHT

It is indicated that the stock of this corporation be issued to take advantage of Section 1244 of the Internal Revenue Code of 1959, and be in accordance with the provisions therein.

ARTICLE NINE

The By-laws of the corporation may be made by the Directors.

IN WITNESS WHEREOF, I have set our hands and seals in Dade County, Florida, this 23th day of February, 2001.



Subscriber

COUNTRY OF ECUADOR

CITY OF CUENCA

ON THIS DAY PERSONALLY appeared before me, a Notary Public, SUSAN MARIE BERMEO of Cuenca, Ecuador to me known to be the person described in and who signed the foregoing Articles of Incorporation, and he/she acknowledged to me that he/she signed the same freely and voluntarily.

WITNESS my hand and seal in Cuenca, Ecuador this 23th day of February, 2001.


NOTARY PUBLIC
Dra. Lujana Montesinos Muñoz
NOTARIA DECIMO PRIMERA
DEL CANTON CUENCA



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CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

Pursuant to Chapter 48.091, Florida Statutes, the following is
submitted, in compliance with said Act:

First-That: BERMEO HNOS. USA, INC. desiring to organize under the
Laws of the State of Florida with its principal offices, as indicated in the
Articles of Incorporation, Dade County, State of Florida, has named CARIDAD
AMORES, 294 WESTWARD DR., MIAMI SPRINGS, FL 33166 as its Agent to accept service
of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process of and for the stated
Corporation, at place designated in this certificate, I hereby accept to act in
this capacity and agree to comply with the provision of said Act relative to
keeping open said office

By:


RESIDENT AGENT AND REGISTERED AGENT

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