

P0100053266

LAZARUS CORPORATE FILING SERVICE

(Requestor's Name)

3320 S.W. 87 AVENUE

(Address)

MIAMI, FLORIDA (305)552-5973

(City, State, Zip)

(Phone #)

TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

OFFICE USE ONLY

FILED
01 MAY 30 PM 12:48
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

1. JOSAN U.S.A. CORPORATION
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

Walk in Pick up time 2:00

Certified Copy

Mail out

Will wait

Photocopy

Certificate of Status

RECEIVED
DEPARTMENT OF STATE
CORPORATION INFORMATION
2001 MAY 30 AM 10:57
TALLAHASSEE FLORIDA
TO ADDITIONAL KNOWLEDGE
SUFFICIENT FOR FILING

| NEW FILINGS | |
|-------------------------------------|-------------------|
| <input checked="" type="checkbox"/> | Profit |
| <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 checked="" type="checkbox"/> | Foreign |
| <input checked="" type="checkbox"/> | Limited Partnership |
| <input checked="" type="checkbox"/> | Reinstatement |
| <input checked="" type="checkbox"/> | Trademark |
| <input type="checkbox"/> | Other |

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-05/30/01--01031--009
*****78.75 *****78.75

Examiner's Initials

ARTICLES OF INCORPORATION

OF

JOSAN U.S.A. CORPORATION

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, subscriber of these articles of incorporation, a natural person competent to contract, does hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I. NAME:

The name of the corporation is: JOSAN U.S.A. CORPORATION

ARTICLE II. NATURE OF BUSINESS:

The nature of the business to be transacted by this corporation is any lawful activity or business permitted under the laws of the United States or the State of Florida.

ARTICLE III. CAPITAL STOCK:

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 100 shares, with One (\$1.00) dollar par value.

Authorized capital stock may be paid for in cash services or property, at a just value to be fixed by the Board of Directors of the corporation at any regular or special meeting.

ARTICLE IV. INITIAL CAPITAL:

The amount of capital with which this corporation shall begin business shall be Five Hundred (\$500.00) Dollars.

ARTICLE V. TERM OF EXISTENCE:

This corporation shall have perpetual existence.

ARTICLE X. SUBSCRIBER:

The name and street address of the subscriber of these Articles of Incorporation are as follows:

Jose C. Padron, 5766 NW 98 Court, Miami, Fl. 33178

ARTICLE XI. AMENDMENT:

The Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by a majority of the stock entitle to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 29th day of May, 2001.



Jose C. Padron

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

BEFORE ME, personally appeared Jose C. Padron, to me well known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State named above this _____ day of _____, 2001.

Notary Public State of Florida
at Large

ARTICLE VI. ADDRESS:

The initial address of the principal and registered office of this corporation is to be:

5766 NW 98 COURT
Miami, Fl. 33178

JOSE C. PADRON shall be the initial registered agent at such address. The Board of Directors may from time to time designate such other address and place for the principal office of this corporation as it may see fit.

ARTICLE VII. DIRECTORS:

The corporation shall have two directors initially.

ARTICLE VIII. INITIAL DIRECTORS:

The name and address of the first Board of Directors who shall hold office until their successors are elected and have qualified are as follows:

| | |
|----------------|--------------------------------------|
| Jose C. Padron | 5766 NW 98 Court Miami, Fl. 33178 |
|----------------|--------------------------------------|

| | |
|-----------------|--------------------------------------|
| Sandra Restrepo | 5766 NW 98 Court Miami, Fl. 33178 |
|-----------------|--------------------------------------|

ARTICLE IX. OFFICERS:

A. The officers of the corporation shall be President and Secretary-Treasurer and such other officers as may be provided by the By-Laws.

B. The name of the persons who are to serve as officers of the corporation until the first meeting of the Board of Directors are:

| | |
|-----------|----------------|
| President | Jose C. Padron |
|-----------|----------------|

| | |
|---------------------|-----------------|
| Secretary-Treasurer | Sandra Restrepo |
|---------------------|-----------------|

C. The officers shall be elected at the annual meeting of the Board of Directors or as provided in the By-Laws.

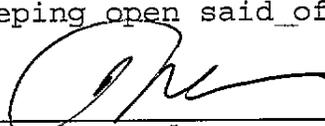
CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICES OF PROCESS
WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said act:

That ~~Josan USA Corporation~~ desiring to organize under the laws of the State of Florida with its principal and registered office, as indicated in the Articles of Incorporation, at the City of Miami, County of Dade, State of Florida, has named Jose C. Padron as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept services of process for the above-named corporation, at the 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.



Jose C. Padron
Resident Agent

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