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Rafael Giraldo
6649 N.W. 176 Terrace
Miami, Florida 33015
Tel (305) 528-7287

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

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*****78.75 *****78.75

Re: Articles of Incorporation for **GIRALDO BROTHERS, INC.**

Dear Sirs:

Enclosed please find two original Articles of Incorporation for GIRALDO BROTHERS, INC. If possible, please use the enclosed prepaid and addressed Express Mail envelope send the registered Articles of Incorporation to our office. Enclosed is a check in amount of \$78.75 to cover the fees.

Very truly yours,

Rafael Giraldo

Enclosures

Date: June 13th, 2001

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ARTICLES OF INCORPORATION
GIRALDO BROTHERS, INC.

The undersigned member, desiring to Incorporate GIRALDO BROTHERS, INC under and pursuant to Chapter 607 OR 601 F.S., does hereby adopt the following Articles of Organization for such Company:

Article I. Name. The name of the corporation is Giraldo Brothers, Inc. (the "Company")

Article II. Place of Business. The corporation principal place of business will be: 6649 N.W. 176 Terrace, Miami, Florida 33015.

Article III. Purpose. The Company is organized for the purpose of transacting all lawful activities and businesses that may be conducted by a limited liability company under the laws of Florida and that are permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

Article IV. Shares: The number of shares that this corporation authorizes is: One million 1,000,000.00 at a par value of \$1.00 each share.

Article V. Initial Officer/Directors: The name(s) and address (es) of the Company Directors are as follows.

Rafael Giraldo, Chairman	6649 N.W.176 Terrace, Miami, Florida 33015
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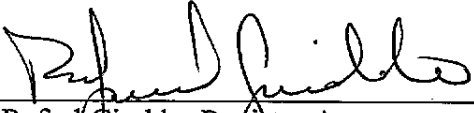
Juan Fernando Giraldo, President	Carrera 76 #51-60 Apt 1004 Medellin, Colombia
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Jose Javier Giraldo, Vice President	Calle 7 #36-90, Apt 401 Torre 1 Medellin, Colombia
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Article VI. Registered Agent and Office. The name of the initial registered agent of the Company is: c/o Rafael Giraldo. The street address of the initial registered agent of the Company is 6649 N.W. 176 Terrace, Miami, Florida 33015

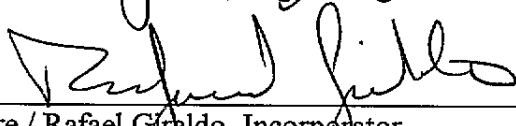
Article VII. Incorporator. The name and address of the Incorporator is: Rafael Giraldo, 6649 N.W. 176 Terrace, Miami, Florida 333015

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Signature / Rafael Giraldo, Register Agent

6/13/2001
Date



Signature / Rafael Giraldo, Incorporator

6/13/2001
Date

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