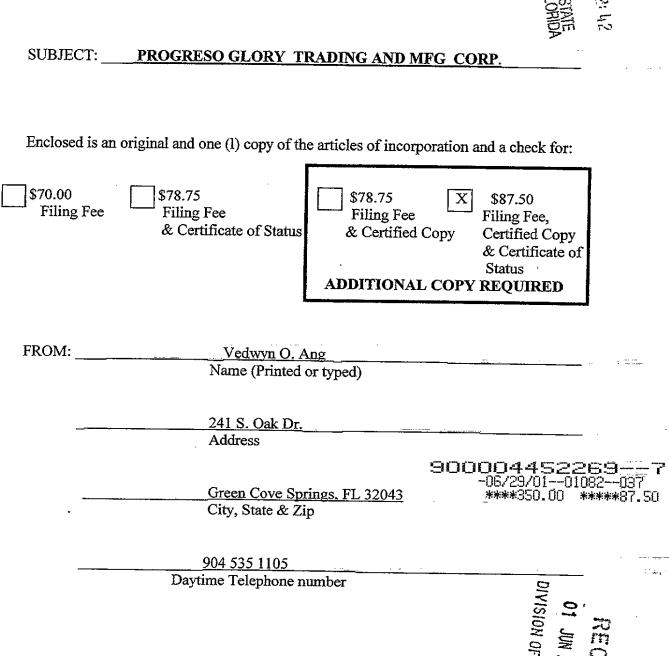
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TRANSMITTAL LETTER

Department of State Division of Corporations P. 0. Box 6327 Tallahassee-FL 32314



NOTE: Please provide the original and one copy of the articles.

OI JUN 29 PH 2: 21

ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S.

<u>ARTICLE I NAME</u>

The name of the corporation shall be:

PROGRESO GLORY TRADING AND MFG. CORP.

The principal place of business of this corporation shall be: 80 Biscayne Blvd. Miami, FL 33132

ARTICLE II PURPOSE

The purpose for which the corporation is organized is:

- 1.- Trading, manufacturing, processing and packaging, conversion.
- 2.- Aquaculture, agriculture and other related products with natural resources.
- 3.- Engage in or transact any and all lawful activities or business permitted under the Laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III SHARES

The number of shares of stock is:

1,000,000.00 having a par value of \$0.01 per share.

ARTICLE IV INITIAL OFFICERS/DIRECTORS (optional)

The name(s):

Vedwyn O. Ang CEO – Director Emma Botto Tyler Corporate Secretary and Treasurer - Director Jacobo Botto President - Director Jesus Botto Vice President Mid-West Operations - Director Camilo Botto Vice President East Coast Operations

ARTICLE V INCORPORATORS

The name and addresses of the Incorporators are:

- Au	
Vedwyń O. Ang	50%
241 S. Oak Dr.	
Green Cove Springs, FL	32043

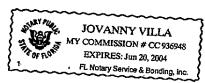
Jesus Botto 5%
11-12 calle, 1 ave.
El Progreso, Yoro
Honduras, C.A.

Jacobo Botto 40% 11-12 calle, 1 ave. El Progreso, Yoro Honduras, C.A.

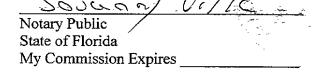
Camilo Botto 5%
241 S. Oak Dr.
Green Cove Springs, FL 32043

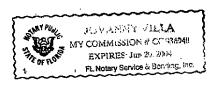
State of Florida

The foregoing instrument was executed and acknowledged before me this _______ day of _______, 2001, Vedwyn O. Ang, Jacobo Botto, Jesus Botto, Camilo Botto who have produced ID# <u>A520-874 44 010 0</u>, ID# <u>Honduran Passport 696127</u>, ID# <u>Honduran Passport 386013</u>, ID# <u>05635575</u>.



(SEAL)





ARTICLE VI DESTINATION OF AND ACCEPTANCE BY REGISTIRED AGENT The following is submitted in compliance with the laws of the United State of Florida, a corporation organizing under the laws of the State of Florida, with its principal office located at 80 Biscayne Boulevard, Miami, FL 33132 has named Vedwyn O. Ang whose address is 241. Oak Dr., Green Cove Springs, FL 32043 as its Agent to accept service of process within this State

process within this State		
ACCEPTA	NCE	
I agree as Registered Agent to accept service of process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in the office as required by law.		
Registered Agent:		
Vedwyn O. Ang State of Florida	APPROVED APP	
BEFORE ME, the undersigned authority, this day personally appeared Vedwyn O. Ang, who, after being duly sworn, deposes and says that the facts and matters contained above are true and correct, and that he has executed the same for the purposes expressed herein.		
WITNESS my hand and official seal this		
(SEAL)	Notary Public State of Florida My Commission Expires:	

