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Florida Department of State  
Division of Corporations  
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To:  
Division of Corporations  
Fax Number : (850) 205-0381

From:  
Account Name : FAS-T CORP. AGENTS, INC.  
Account Number : 071001002335  
Phone : (305) 599-0839  
Fax Number : (305) 716-0346

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**FLORIDA PROFIT CORPORATION OR P.A.**

**U-BOTERO USA IMPORT & EXPORT INC.**

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$78.75

F. GIESSEN

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF

U-BOTERO USA IMPORT & EXPORT INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: U-BOTERO USA IMPORT & EXPORT INC.

The principal place of business of this corporation shall be:  
10373 SW 2ND ST., MIAMI, FL 33174

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or 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 CAPITAL STOCK

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is Five Hundred (500) shares of One Dollar (\$1.00) per value common stock, which shall be designated "Common Shares".

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS; DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successors(s) is (are) elected, is(are):

CARLOS URIEL BOTERO - President  
10373 SW 2ND ST.  
MIAMI, FL 33174

RODRIGO TORRES Vice-President  
10373 SW 2ND ST.  
MIAMI, FL 33174

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Prepared by: FLORIDA IMMIGRATION  
7309 West Flagler Street,  
Miami FL, 33144

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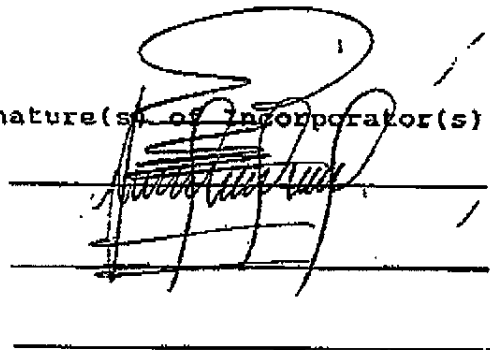
ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

CARLOS URIEL BOTERO - President  
10373 SW 2ND ST.  
MIAMI, FL 33174

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of incorporation this 31TH day of JULY, 2001

Signature(s) of Incorporator(s)

A handwritten signature, likely of Carlos Uriel Botero, is written over three horizontal lines. The signature is stylized and appears to be 'C. Uriel Botero'.

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**CERTIFICATE OF DESIGNATION**

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation:

U-BOTERO USA IMPORT & EXPORT INC.

2. The name and address of the registered agent and office is:

CARLOS URIEL BOTERO -President 10373 SW 2ND ST.

(P.O. BOX NOT ACCEPTABLE)

MIAMI, FL 33174

(CITY/STATE/ZIP)

SIGNATURE

TITLE

PRESIDENT

DATE

07-31-01

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TALLAHASSEE, FLORIDA

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HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE

DATE

07-31-01