



HUMBERTO E. RUIZ & ASSOCIATES CO.

Enrolled to Practice Before the Internal Revenue Service

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Tax Accountant

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August 3, 2001

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

FILED
01 AUG 13 AM 7:56
SECOND DISTRICT
TALLAHASSEE, FLORIDA

Re: Distribuidora Alcobi, Inc.

400004530974--3

-08/13/01--01109--016

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

To whom it may concern:

Attached please find the Articles of Incorporation for the above referenced business. Also find our check covering the filing fees. Once processed, please send the Articles of Incorporation to:

Humberto E. Ruiz & Associates
2298 N.W. Boca Raton Blvd.
Suite 18
Boca Raton, FL 33431

Please call our office if you need any additional information.

Sincerely Yours,

Humberto E. Ruiz
Humberto E. Ruiz, E.A.

Member of QuickBooks(r) Professional Advisors Program

D. BROWN AUG 16 2001

ARTICLES OF INCORPORATION
OF

Distribuidora Alcobi, Inc.

FILED
01 AUG 13 AM 7:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I NAME

The name of the corporation shall be: Distribuidora Alcobi, Inc.

The principal place of business of this corporation shall be: 615 61st Avenue East Ste 2B
Bradenton, FL 34203

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 par value that this corporation authorized to have outstanding at any one time is: 50 shares - No par value

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The names and street addresses of the initial officers and directors, if any, who shall hold office the first year of the corporation's existence or until their successors are elected, are:

Alejandro Cortes - President/Secretary
Margarito Lopez - Treasurer

615 61st Ave. E.
615 61st Ave. E.

Bradenton, FL
Bradenton, FL

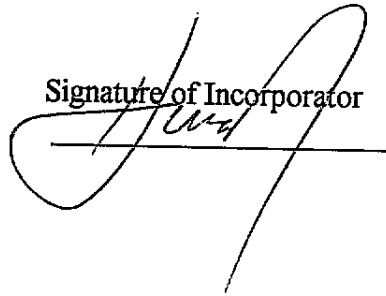
ARTICLE VI INCORPORATOR

The name and street address of the incorporator to this articles of incorporation is:

Humberto E. Ruiz
2298 N.W. Boca Raton Blvd.#18
Boca Raton, FL 33431

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of
Incorporation this 3rd day of August, 2001

Signature of Incorporator

A handwritten signature in black ink, appearing to read "Humberto E. Ruiz", is written over a horizontal line. The signature is stylized with a large, sweeping initial "H".

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

FILED
01 AUG 13 AM 7:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 is: Distribuidora Alcobi, Inc.
2. The name and address of the registered agent and office is: Humberto E. Ruiz - 2298 N.W. Boca Raton Blvd. #18 - Boca Raton, FL 33431

SIGNATURE _____

Corporate Officer

TITLE _____

DATE _____

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 _____