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FLORIDA PROFIT CORPORATION OR P.A.

PINA ICECREAM, CORPORATION

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

November 27, 2001

FAS-T

SUBJECT: PINA ICECREAM, CORPORATION
REF: W01000026928

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Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

**ARTICLES OF INCORPORATION
OF
PINA ICECREAM, CORPORATION**

The undersigned Incorporates, 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: PINA ICECREAM, CORPORATION

**ARTICLE II - MAILING ADDRESS, REGISTERED OFFICE AND PRINCIPAL
OFFICE**

The principal place of business and mailing address of this corporation shall be:

c/o 407 Lincoln Rd. suite 11 L
Miami Beach, FL 33139

ARTICLE III - SHARES

The number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is:

ONE HUNDRED SHARES OF ONE DOLLAR PAR VALUE COMMON STOCK

The ownership of the shares of stock is as follows:

Name of Stockholder: Heladeria Pina of Nora Fuente and Nohemy Ramirez,
an Argentinean Business.

Address of the Stockholder: 1274 Italia Street.
City of San Antonio de Padua
Merlo
Province of Buenos Aires
Zip Code 1718
Argentina
SOUTH AMERICA

Number of Shares: 100.

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ARTICLE IV - STOCKHOLDERS

1. PLACE OF MEETING

Meetings of stockholder(s) shall be held on the principal office of the corporation or at such place within or without the State of Florida, as the board shall authorize.

2. ANNUAL MEETING

The annual meeting of stockholder(s) shall be held on December, as the board shall call.

3. SPECIAL MEETINGS

The board may call special meetings of the stockholder(s) or by the President or at the request of stockholder(s) owning a majority of the stock entitled to vote as such meeting.

ARTICLE V - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

Jorge Alejandro Domingo
c/o 407 Lincoln Rd. suite 11 L
Miami Beach, Florida 33139

ARTICLE VI - DIRECTORS

The Corporation shall have two directors. Incorporator have appointed:

Juan Jose Burrafato, as Operations - Director
Jorge Alejandro Domingo, as Executive - Director
Alejandro Fuente, Finance - Director

The "Executive - Director" manages the business on a daily basis manager, and reports to the Assembly of Stockholder(s), the President, Vice-President and Treasurer of the Corporation.

In case of absence of the "Executive - Director", the "Operations - Director" or the "Finance - Director" will take the "Executive - Director's" position, holding the same duties. Either, the "Operations-Director" or the "Finance-Director" are authorized to use the title of "Director".

"Finance-Director", represents the corporation and are full empowered without any limitation to do all things necessary or convenient to carry out business and affairs of the corporation in accordance to Section 607.0302 of the Florida General Corporation Act. Including, open and closing of account(s) with bank(s), and to deposit and withdrawn therein funds of the corporation. All drafts, checks, and notes of the corporation payable on said account(s) shall be made in the name of the corporation, and signed by the "Finance-Director".

ARTICLE VII - DESIGNATED OFFICERS

The name and street address of the initial officers and directors, if any, who shall hold office the first year of the corporation's existence or until their successor is elected, are:

PRESIDENT: Juan Jose Burrafato
c/o 407 Lincoln Rd, suite 11 L
Miami Beach, FL 33139

TREASURY: Alejandro Fuente
c/o 407 Lincoln Rd., suite 11 L
Miami Beach, FL 33139

SECRETARY: Jorge Alejandro Domingo
c/o 407 Lincoln Rd. suite 11 L
Miami Beach, FL 33139

At any time, any designated officer represents the corporation and is full empowered without any limitation to do all things necessary or convenient to carry out business and affairs of the corporation in accordance to Section 607.0302 of the Florida General Corporation Act. Including, open and closing of account(s) with bank(s), and to deposit and withdrawn therein funds of the corporation. All draft, checks, and notes of the corporation payable on said account(s) shall be made in the name of the corporation, and signed by any of them.

ARTICLE VIII: INCORPORATOR

The incorporator is Heladeria Pina, acting through its agents Mr. Juan Jose Burrafato.

Juan Jose Burrafato, Agent of Heladeria Pina
c/o 407 Lincoln Rd. suite 11 L
Miami Beach, Florida 33139

IN WITNESS WHEREOF, the undersigned incorporates has executed these Articles of Incorporation this 23 days of November, 2001

Incorporator:


Heladeria Pina

By Juan Jose Burrafato, Agent

Date: 11-23-01

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

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 designation the registered office/registered agent, in the State of Florida.

The name of the Corporation is:

PINA ICECREAM CORPORATION

The name and address of the registered agent is:

Jorge Alejandro Domingo
c/o 407 Lincoln Rd. suite 11 L
Miami Beach, FL 33139

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.

Registered Agent:


Jorge Alejandro Domingo

Date:

11/23/01

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