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FLORIDA PROFIT CORPORATION OR P.A.

ALPAS, INC.

Certificate of Status	0
Certified Copy	1
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 29, 2002

EMPIRE

SUBJECT: ALPAS, INC.
REF: W02000002493

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

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Becky McKnight
Document Specialist
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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

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**ARTICLES OF INCORPORATION
OF
ALPAS, INC.**

THE UNDERSIGNED, each a natural person competent to contract for the purpose of forming a corporation under the laws of the State of Florida, hereby adopt(s) the following Articles of Incorporation for such corporation.

ARTICLE I - CORPORATE NAME

The name of this Corporation shall be:

ALPAS, INC.

ARTICLE II - NATURE OF BUSINESS

The purpose or purposes for which the Corporation is organized are to engage in the business of import and export of products and other legal business activities.

ARTICLE III - AUTHORIZED CAPITAL STOCK

The amount of capital with which this Corporation is authorized to have outstanding at any time is one hundred (500) shares of Common Stock having a par value of One Dollar (\$1.00) per share.

ARTICLE IV - INITIAL CAPITAL

The amount of capital with which this Corporation will begin business shall not be less than one hundred (\$100.00) dollars.

ARTICLE V - TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE VI - INITIAL ADDRESS

The initial street address in this State of principal office of the Corporation shall be:

3341 SW 139th Court
Miami, Florida 33175

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ARTICLE VII - DIRECTORS

1. The number of Directors of this Corporation shall be no less than (1).
2. The names and street addresses of each member of the first Board of Directors are as follows:

Julio A. Almeyda	President	3341 SW 139 th Court Miami, Florida 33175
Jose E. Pastor	Vice President	3361 SW 139 th Court Miami, Florida 33175
Julio A. Almeyda	Treasurer	3341 SW 139 th Court Miami, Florida 33175
Jose E. Pastor	Secretary	3361 SW 139 th Court Miami, Florida 33175

ARTICLE VIII - SUBSCRIBERS

The names and street addresses of each person signing these Articles of Incorporation as a subscriber are as follows:

Julio A. Almeyda	President	3341 SW 139 th Court Miami, Florida 33175
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ARTICLE IX - REGISTERED AGENT

The Name of the Registered Agent is:

Julio A. Almeyda

The street address of the initial Registered Office of this Corporation shall be:

3341 SW 139th Court
Miami, Florida 33175

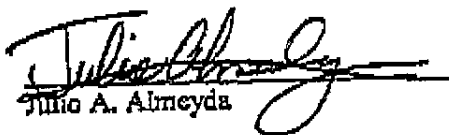
IN WITNESS WHEREOF, the undersigned subscribing incorporator does hereby make, subscribe, acknowledge and certify that the foregoing Articles of Incorporation are true and correct and have hereunto set our hands and seals this 16th day of September 2001.



TU 2000024846

Julio A. Almeyda

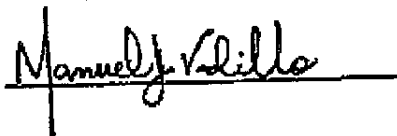
The Undersigned whose street address is 3341 SW 139th Court, Miami, Florida 33175, accepts the designation as Registered Agent as is contained in the above articles.

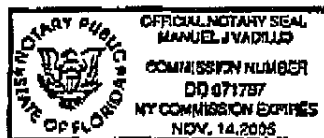

Julio A. Almeyda

State of Florida
County of Dade

BEFORE ME, this day personally appeared Julio A. Almeyda, known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged before me that he executed same freely and voluntarily for the purposes therein stated.

WITNESS my hand and official seal at Miami Dade County, Florida this 14th day of January 2002.


Manuel J. Vadillo



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