

P02000014430

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

TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. HIGHLIFE CORP.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- Walk in
 Pick up time 2:00
 Certified Copy
 Mail out
 Will wait
 Photocopy
 Certificate of Status

02 FEB -7 PM 4:54
 SECRETARY OF STATE
 TALLAHASSEE FLORIDA

FILED

RECEIVED

DEPARTMENT OF STATE
 DIVISION OF CORPORATIONS
 JUN 27 2001
 TALLAHASSEE FLORIDA

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	Non Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

[Handwritten signature and initials]

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 27, 2001

LAZARUS

MIAMI, FL

SUBJECT: HIGH LIFE CORP.
Ref. Number: W01000014893

We have received your document for HIGH LIFE CORP.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6052.

Loria Poole
Corporate Specialist
New Filings Section

Letter Number: 501A00038752

RECEIVED
02 FEB -7 PM 3:25
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
HIGH LIFE U.S. CORP.

FILED
02 FEB -7 PM 4:54
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

ARTICLE I
NAME

The name of the corporation shall be:
HIGH LIFE U.S. CORP.

ARTICLE II
Principal Place of Business

3444 Main Highway #19
Coconut Grove, Fl. 33133

ARTICLE III
Nature of Corporate Business

The Corporation may engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way. The duration of the Corporation is perpetual.

ARTICLE IV
Capital Stock

The aggregate number of shares which the Corporation is authorized to issue is Two hundred (200) shares of common stock. Such shares shall be of a single class and shall have a par value of \$2.00 per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE V
Initial Registered Office and Agent

The Corporation's initial registered agent and registered office in the state of Florida shall be:

Guillermo O. San Martin
3444 Main Highway, #19
Coconut Grove, Fl. 33133

ARTICLE VI
Initial Board of Directors

The number of Directors may be altered from time to time by By-laws adopted by the Stockholders, however, the Corporation shall have no less than one (1) Director at any time.

NAME	ADDRESS
Nestor Alejandro San Martin President	555 NE 15 th St., #417 Miami, Fl. 33132
Cecilia Clara Quintero Vice President/Secretary	555 NE 15 th ST., #417 Miami, Fl. 33132
Guillermo O. San Martin Treasurer	555 NE 15 th St., #417 Miami, Fl. 33132

The members of the first Board of Directors shall hold office until the first annual meeting of the Stockholders of the corporation, or until a successor is elected.

ARTICLE VII
Incorporators

The name and address for each incorporator executing these Articles of Incorporation is as follows:

Guillermo O. San Martin
555 NE 15th St., #417
Miami, Fl. 33132

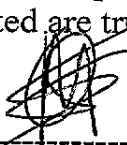
ARTICLE VIII
Amendment

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment to them and any right conferred upon the Shareholders is subject to this reservation.

ARTICLE IX
Commencement Date

Corporate existence will commence upon issuance of the Certificate of Incorporation.

THE UNDERSIGNED INCORPORATOR, for the purpose of forming a corporation to do business within the State of Florida, do make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true.



Guillermo O. San Martin

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

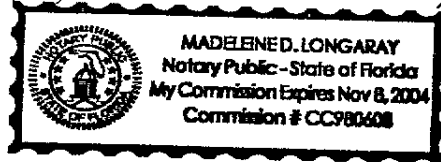
Before me personally appeared Guillermo O. San Martin, known to me to be the person described herein and whom after presenting proper identification, executed the foregoing Articles of Incorporation and acknowledged before me that he executed said instrument for the purpose therein expressed.

WITNESS my hand and official seal this 4th day of June, 2001.

Madeleine D. Longaray

Notary Public, State of Florida

My commission expires:



ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of *HIGH LIFE U.S. CORP.* which is contained in the foregoing Articles of Incorporation.

DATED this 4th day of June, 2001.

[Signature]

Guillermo O. San Martin
Registered Agent

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TALLAHASSEE FLORIDA