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

From:
Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

FLORIDA PROFIT CORPORATION OR P.A.

ANDES IMPORT & EXPORT, INC.

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|-----------------------|---------|
| Certificate of Status | 0 |
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STATE
TALLAHASSEE, FLORIDA

02 APR 24 AM 11:17

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ARTICLES OF INCORPORATION

OF

ANDES IMPORT & EXPORT, INC.



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P. 02705
STATE OF FLORIDA
TALLAHASSEE

The undersigned, subscriber to these Articles of Incorporation, a natural person, competent to contract, and desiring to make and enter into the following **ARTICLES OF INCORPORATION**, for the purpose of forming a corporation under the laws of the State of Florida, does herewith agree as follows:

1. The name by which this corporation shall be known, is: **ANDES IMPORT & EXPORT, INC.**

2. This corporation shall have perpetual existence.

3. This corporation is organized for the following purposes:

A. To export from and import into the United States, and its territories, and possessions, and any and all foreign countries, as principal or agent, merchandise of every kind and nature, and to purchase, sell, and deal in and with merchandise of every kind or nature for exportation from, and importation into, the United States, to and from all countries foreign thereto, and for exportation from and importation into, any foreign country, to and from any other country foreign thereto, and to purchase and sell domestic merchandise in domestic markets, and foreign merchandise in foreign markets, and to do a general foreign and domestic exporting and importing business.

B. To purchase, improve, develop, lease, exchange, sell, dispose of, and to

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Florida Bar #0063132

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otherwise deal in and turn to account, real and personal property of all kinds and description; to purchase, lease, build, construct, erect, occupy and manage buildings of every kind and character whatsoever; to finance the purchase, improvement, development, and construction of land, and businesses belonging to or to be acquired by this company, or any other person, firm or corporation.

13. This corporation shall also have those powers as enumerated by Section 607.0302, Florida Statutes, as they now exist, together with any and all amendments, and/or changes to said section that may hereafter be enacted.

4. This corporation is authorized to issue One Thousand shares of common stock without nominal or par value.

5. The amount of capital with which this corporation shall and does business with, is the sum of One thousand (\$1,000.00) Dollars, all of which capital has been paid in.

6. Any of the shareholders of this corporation, upon the sale for cash, of any new stock of this corporation, of the same kind, class or series, as that now being held by such shareholder, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which is it offered to any other purchasers.

7. The street address of the initial Registered Agent and principal office of this corporation is: 1410 Euclid Avenue, Unit #1, Miami Beach, Florida 33139 and the name of the initial Registered Agent at that address is ANDRES SANTILLANA.

8. This corporation shall have one director initially; however, the number of directors may be increased from time to time by the by-laws of the corporation, but shall never be less than one.


9. The name and address of the initial director and subscriber of this corporation

is: ANDRES SANTILLANA, 1410 Euclid Avenue, Unit #1, Miami Beach, Florida 33139.

10. This corporation shall indemnify and save harmless any officer, and/or director, or any former officer or director to the full extent permitted by law.

11. The powers to adopt, alter, amend or repeal any of the by-laws of this corporation shall be vested in the Board of Directors, and the corporation reserves the right to amend or repeal any of the provisions of these Articles of incorporation, or any amendment thereto, and any right conversely conferred upon the shareholders of this corporation is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Registered Agent and Subscriber has executed these Articles of Incorporation, this 23rd day of April, 2002.


ANDRES SANTILLANA - President/Subscriber
and Registered Agent

STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged this 23rd day of April, 2002
by ANDRES SANTILLANA, ~~who is personally known to me~~, or who produced _____

Florida Drivers License as identification, and who did take an oath.


NOTARY PUBLIC

My Commission Expires:



H 02000098652**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR SERVICE OF PROCESS
WITHIN THE STATE, NAMING AGENT UPON WHOM SERVICE MAY BE MADE**

In pursuance of Chapter 607.0302, Florida Statutes, the following is submitted in compliance with said Act:

That ANDES IMPORT & EXPORT, INC., desiring to organize under the laws of the State of Florida, with its principal offices located at 1410 Euclid Avenue, Unit #1, Miami Beach, Miami-Dade County, Florida 33139, has named ANDRES SANTILLANA, as its agent to accept service of process within this State.

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby am familiar with and accept the duties and responsibilities as Registered Agent for this corporation, and agree to comply with the provisions of said Act relative to keeping open said office.


ANDRES SANTILLANA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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