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LAZARUS CORPORATE FILING SERVICE

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TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

OFFICE USE ONLY

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

1. PULPO HOLDINGS LIMITED INC.
(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

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<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 checked="" type="checkbox"/>	Foreign
<input checked="" type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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Examiner's Initials

ARTICLES OF INCORPORATION

FILED
02 APR 24 PM 4:03
SECRETARY OF STATE
TALLAHASSEE FLORIDA

1. The name of the corporation

PULPO HOLDINGS LIMITED INC.

2. The principle place of business and mailing address of the corporation shall be

9158 HEATHRIDGE DRIVE
WEST PALM BEACH, FL 33411

3. The purpose of the corporation

THE PURPOSE FOR WHICH THIS CORPORATION IS ORGANIZED IS TO
TRANSACT ANY AND ALL LAWFUL BUSINESS FOR WHICH CORPORATIONS
MAY BE ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, AND
TO HAVE ALL POWERS WHICH ARE AFFORDED TO CORPORATIONS UNDER
THE LAWS OF THE STATE OF FLORIDA.

4. The duration of the corporation

THE DURATION OF THE CORPORATION SHALL BE PERPETUAL, UNLESS
VOTED TO BE CLOSED BY ALL THE SHAREHOLDERS.

5. The total number of shares the corporation is authorized to have outstanding at any one time

THE TOTAL NUMBER OF SHARES ARE 120.

6. Value of stock

THIS STOCK SHALL HAVE NO PAR VALUE.

7. Initial registered agent and street address

HAYDEE HERRERA FARINAS
9158 HEATHRIDGE DRIVE
WEST PALM BEACH, FL 33411

8. The name and address of the incorporator to these Articles of Incorporation is

HAYDEE HERRERA FARINAS
9158 HEATHRIDGE DRIVE
WEST PALM BEACH, FL 33411

9. The number of directors of this corporation is

NUMBER OF DIRECTORS ARE TWELVE

10. The names and street address of the directors to these Articles of Incorporation are

MARIA ARCHBOLD
19213 NW 88 PLACE
MIAMI, FLORIDA 33018

ANGELO ARCHBOLD
19213 NW 88 PLACE
MIAMI, FLORIDA 33018

HAYDEE M. HERRERA
2540 SW 92 PLACE
MIAMI, FLORIDA 33165

SILVIO R. HERRERA
2540 SW 92 PLACE
MIAMI, FLORIDA 33165

HAYDEE HERRERA FARINAS
9158 HEATHRIDGE DRIVE
WEST PALM BEACH, FLORIDA 33411

FRANCISCO J. FARINAS
9158 HEATHRIDGE DRIVE
WEST PALM BEACH, FLORIDA 33411

ALINA ISAMBERT
150 MORNINGSIDE DRIVE
CORAL GABLES, FLORIDA 33133

THIERRY ISAMBERT
150 MORNINGSIDE DRIVE
CORAL GABLES, FLORIDA 33133

MIRTA NEGRINI
2655 LEJEUNE ROAD, SUITE 500
CORAL GABLES, FLORIDA 33134

SERGIO NEGRINI
2655 LEJEUNE ROAD, SUITE 500
CORAL GABLES, FLORIDA 33134

MELLY RIONDA
10310 SW 19 STREET
MIAMI, FLORIDA 33165

CARLOS S. RIONDA
10310 SW 19 STREET
MIAMI, FLORIDA 33165

11. This corporation shall have preemptive rights for all the shareholders.
12. The following are preferences and limitations on the stock purchases of this corporation

NO SHAREHOLDER SHALL TRANSFER, MORTGAGE, ENCUMBER OR DISPOSE OF ANY OR ALL OF THEIR SHARES. IF A SHAREHOLDER WISHES TO SELL ALL OF HER/HIS SHARES, THE CORPORATION WILL HAVE AN OPTION TO BUY ANY OR ALL OF THE SHARES ON THE SAME TERMS AS THE PROPOSED TRANSACTION. EACH SHAREHOLDER WILL HAVE AN OPTION TO BUY A PERCENTAGE OF THE SHARES OF THE SHAREHOLDER REQUESTING THE BUY/SELL TRANSACTION. THE PERCENTAGE WILL BE THE NUMBER OF SHARES OWNED BY THAT SHAREHOLDER DIVIDED BY THE NUMBER OF SHARES ISSUED AND OUTSTANDING, NOT INCLUDING THE NUMBER OF SHARES, WHICH ARE OWNED BY THE SHAREHOLDER PROPOSING THE TRANSACTION.

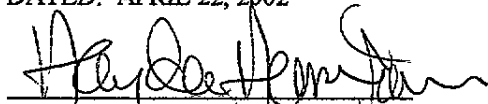
ACTING SEPARATELY OR TOGETHER, THE OTHER SHAREHOLDERS MUST AGREE TO PURCHASE ALL OF THE SHARES OWNED BY THE SHAREHOLDER PROPOSING THE BUY/SELL TRANSACTION. IF THE SHAREHOLDERS DO NOT ELECT TO BUY ALL THE SHARES OFFERED IN THE PROPOSED TRANSFER, THE SHAREHOLDER PROPOSING THE TRANSACTION SHALL BE OBLIGATED TO FIND A SUITABLE PERSON TO WHOM THE TRANSFER IS PROPOSED. THE CORPORATION WILL HAVE THE RIGHT TO APPROVE THE PERSON AND ACCEPT OR EXERCISE AN OPTION TO BUY ANY OR ALL THE SHARES ON THE SAME TERMS AS THE PROPOSED TRANSFER.

13. This corporation adopts the following additional articles

NONE

I CERTIFY THAT ALL OF THE FACTS STATED IN THESE ARTICLES OF INCORPORATION ARE TRUE AND CORRECT AND ARE MADE FOR THE PURPOSE OF FORMING A BUSINESS CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA.

DATED: APRIL 22, 2002


SIGNATURE OF INCORPORATOR

HAYDEE HERRERA FARINAS
NAME OF INCOPORATOR

I ACKNOWLEDGE MY APPOINTMENT AS REGISTERED AGENT OF THIS CORPORATION AND ACCEPT THE APPOINTMENT.

DATED: APRIL 22, 2002


SIGNATURE OF REGISTERED AGENT

HAYDEE HERRERA FARINAS
NAME OF REGISTERED AGENT

BEFORE ME, ON _____, PERSONALLY APPEARED HAYDEE HERRERA FARINAS, WHO IS KNOWN TO ME TO BE THE PERSON WHO SUBSCRIBED HER NAME TO THIS DOCUMENT, AND ACKNOWLEDGED THAT SHE DID SO FOR THE PURPOSES STATED.

NOTARY PUBLIC

FILED
02 APR 24 PM 4:08
TALLAHASSEE
SECRETARY OF STATE
FLORIDA