

OFFICE USE ONLY (DOCUMENT #)

LAZARUS CORPORATE FILING SERVICE

3320 S.W. 87 AVENUE

MIAMI, FLORIDA (305)552-5973

TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

300005537383--8

-05/15/02--01037--006
*****78.75 *****78.75

OFFICE USE ONLY

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

1. KELPO 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

RECEIVED
02 MAY 15 AM 11:02
DIVISION OF CORPORATION

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

FILED
02 MAY 15 PM 1:35
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Examiner's Initials

ARTICLES OF INCORPORATION
OF
KELPO CORP.

FILED
02 MAY 15 PM 1:35
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:
KELPO CORP.

ARTICLE II
Principal Place of Business

8360 West Flagler St. #203
Miami, Fl. 33144

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 One hundred (100) shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 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:

Madeleine D. Longaray
8360 West Flagler St. #203
Miami, Fl. 33144

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 |
|--|---|
| Bernardo Kelmanzon President /Treasurer | Inca 2217 11.800 Montevideo, Uruguay |
| Ariel L Podbereski Vice President/Secretary | Inca 2217 11.900 Montevideo, Uruguay |

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 the incorporator executing these Articles of Incorporation is as follows:

Madeleine D Longaray
8360 West Flagler St. #203
Miami, Fl. 33144

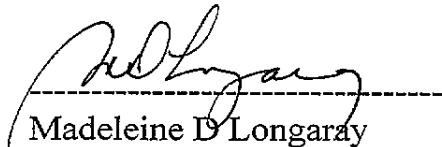
ARTICLE VIII
Amendment

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.

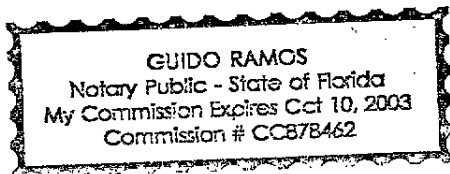
THE UNDERSIGNED INCORPORATOR, for the purpose of forming a corporation to do business within the State of Florida, do make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true.

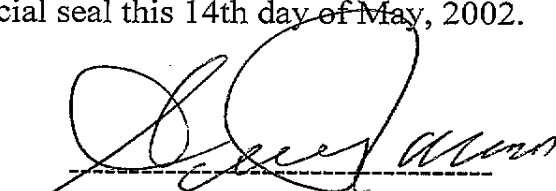

Madeleine D Longaray

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

Before me personally appeared Madeleine D Longaray, 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 she executed said instrument for the purpose therein expressed.

WITNESS my hand and official seal this 14th day of May, 2002.




Notary Public, State of Florida

My commission expires:

ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of Kelpo Corp. which is contained in the foregoing Articles of Incorporation.

DATED this 14th day of May, 2001.


Madeleine D Longaray
Registered Agent

FILED
02 MAY 15 PM 1:35
SECRETARY OF STATE
TALLAHASSEE FLORIDA