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SECRETARY OF CORPORATIONS
02 JUN -6 AM 11:59

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

1. CASTILLO INTERNATIONAL, INC.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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-06/06/02-01018-029
*****78.75 *****78.75

☒ Walk in ☒ Pick up time 2:00

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NEW FILINGS	
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<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

Examiner's Initials

6-6-02
WCC

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 JUN -6 AM 11:59

ARTICLES OF INCORPORATION
FOR
CASTILLO INTERNATIONAL, INC.

We, the undersigned, hereby associate together for the purpose of becoming a Corporation under the Laws of the State of Florida, by and under the provision of the Laws of said State, providing for the information, liabilities, rights, privileges, and immunities of a Corporation for profit.

ARTICLE I

NAME, ADDRESS, AND AGENT

The name of this corporation shall be:

CASTILLO INTERNATIONAL, INC.

(Hereinafter referred to as the Corporation). Its Registered and Principal Office shall be located at 3383 N.W. 7th Street Suite 210, Miami, County Of Miami-, State Of Florida. Its Registered Agent shall be Juan F. Del Castillo, located at 3383 N.W. 7th Street Suite 210, Miami, Florida.

ARTICLE II

NATURE OF BUSINESS

Section 1.- The general nature of the business and objects and purposes to be transacted, promoted and carried on are to do any and all things hereinafter mentioned, as fully and to the same extent as natural persons might or could, viz.

a.- To carry on business in the United States of North America or any foreign country or countries, to buy, sell, import, export, lease, sub-lease, hold, procure, transport, manufacture, acquire and deal generally, both wholesale and retail, in goods and services of all type, both as principal and agent, in any part of the world.

b.- To enter into make perform and carry out Contracts for Import and Export of Trucks, Tractors, Cars, Tires, Parts from Factories, Dealers, Agents or regular persons acting as Buyer, Sales or Purchase Agent, or representative, and all type of business equipment and merchandise and for any Lawful purpose with any person or persons , firms, association and/or Corporation in the United States of North America or any Foreign Country or Countries.

c.- To exchange in the currency of foreign countries and the currency of the United States of North America.

d.- To issue bonds, debentures and/or obligations of the company from time to time, for the object and purposes of the company and secure the same by mortgage pledge, deed or trust or otherwise.

e.- To purchase, hold and reissue the shares of its capital stock; and to subscribe to purchase, or otherwise acquire, or to guarantee, or to become surety in respect to the stock, bonds, or other securities and obligations of the company and other companies.

f.- To do all of such acts or things as they are incident or conductive to the premises, and to do all and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes or the attainment of any of the objectives herein enumerated or incidental to the powers herein named, or which shall at any time appear conductive or expedient for the protection or benefit of the Corporation.

g.- No recitation or declaration of special powers or purposes herein enumerated shall be deemed to be exclusive, but all lawful powers contained in the laws of the State of Florida, now or in the future, to be enacted are hereby included in and made part thereof by reference.

h.- In general, to carry on any incidental business in connection with the foregoing, whether manufacturing or otherwise and to have and exercise all the powers conferred by the laws of the State of Florida upon Corporation of this character. . . .

i.- To enter into, make or perform contract of any kind with any person, association, corporation, municipality, body politic, county, country, territory, state, government or colony, or any dependency thereof, and without limit as to amount, draw, notes drafts, bills of exchange, warrants, bonds, debentures, and all others negotiable instruments.

ARTICLE III

CAPITAL STOCK

The Capital Stock of the Corporation upon commencing business operations shall consist of :

a.- ONE HUNDRED (100) SHARES of par value. For incorporation purposes, each share will have a nominal value set at TEN DOLLARS (\$10.00) per share as consideration.

b.- Said shares of common stock to have par value. All shares to be issue fully paid and non assessable. The Capital stock of this Corporation may be paid in lawful money of the U.S.A. in property, labor or services at a fair and just valuation to be fixed by the stockholder or by the Board of Directors. Said determination of just value fixed by the Board of Directors is to be conclusive proof of said value.

c.- All of the common stock is to have one vote per share in the control of the management of the Corporation.

d.- The holders of these shares of common stock are to have preventive right in the purchase of subsequent issues of stock.

e.- In the event any shareholder may vote his share or shares proxy one share representing one vote.

ARTICLE IV

INITIAL CAPITAL

The amount of capital with which the Corporation shall begin business shall be not less than ONE THOUSAND DOLLARS (\$1,000.00).

ARTICLE V

TERM OF EXISTENCE

The Corporation shall have perpetual existence.

ARTICLE VI

BOARD OF DIRECTORS

The Board of Directors shall consist of not less than (2) persons.

ARTICLE VII

INITIAL DIRECTORS & OFFICERS

The names and addresses of the first Board of Directors who subject to the provisions of these Articles of Incorporation, the By-Laws and the act of the Legislature approved June, 1925, and the acts amendatory thereto, shall hold office for the first year of the corporation's existence, or until their successors are elected and shall have qualified are the following:

<u>NAME</u>	<u>ADDRESS</u>	<u>TITLE</u>
Orlando Del Castillo	3511 N.W. 16th Terrace Miami, Florida 33125	President
Nestor Del Castillo	3511 N.W. 16th Terrace Miami, Florida 33125	Secretary
Jorge Del Castillo	3511 N.W. 16th Terrace Miami, Florida 33125	Treasurer

ARTICLE VIII

SUBSCRIBERS

The names and addresses of each subscriber to these Articles of Incorporation and the number of shares which each agrees to take as follows:

<u>NAME & TITLE</u>	<u>ADDRESS</u>	<u>SHARES</u>
Orlando Del Castillo President	3511 N.W. 16th Terrace Miami, Florida 33125	-50-
Nestor Del Castillo Secretary	3511 N.W. 16th Terrace Miami, Florida 33125	-25-
Jorge Del Castillo Treasurer	3511 N.W. 16th Terrace Miami, Florida 33125	-25-

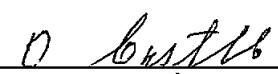
ARTICLE IX

BY-LAWS

The regulation of the business and the conduct of the affairs of the Corporation and the provision creating and limiting the powers of the Corporation, the directors and the stockholders, or

any class of stockholders of the Corporation, shall be controlled by the By-Laws which shall be adopted by stockholders of the Corporation as soon as practicable after the Corporation shall be formed which said By-Law may from time to time and whenever necessary, by amended by the Board of Directors of the Corporation.

IN WITNESS WHEREOF, we the undersigned have made and signed these articles of incorporation at MIAMI, DADE COUNTY, FLORIDA, for the uses and purposes aforesaid.



Orlando Del Castillo
President



Nestor Del Castillo
Secretary

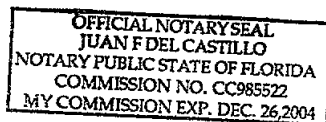



Jorge Del Castillo
Treasurer

STATE OF FLORIDA)
) SS.
COUNTY OF DADE)

I HEREBY CERTIFY that on this day, before me personally appeared Orlando Del Castillo as President, Nestor Del Castillo as Secretary and Jorge Del Castillo as Treasurer respectively, to me well known to be the persons described as subscriber in and who executed the foregoing ARTICLES OF INCORPORATION and acknowledged before me that they subscribed to those ARTICLES OF INCORPORATION.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at CITY OF MIAMI, COUNTY OF DADE, STATE OF FLORIDA, this Third Day of June, 2002





JUAN F. DEL CASTILLO
NOTARY PUBLIC
STATE OF FLORIDA

COMMISSION NUMBER CC985522
MY COMMISSION EXPIRES DECEMBER 26, 2004
BONDED THROUGH GENERAL INSURANCE UNDERWRITERS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 JUN -6 AM 11:59

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OR PROCESS WITHIN THE STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED:

In pursuance of Chapter 48.091 Florida Statutes, the following
is submitted in compliance with said act.

FIRST:- That CASTILLO INTERNATIONAL, INC. desiring to organize
under the laws of the State of Florida with its principal office
as indicated in the ARTICLES OF INCORPORATION appoints Juan F.Del
Castillo, with offices located at 3383 N.W. 7th Street Suite 210,
City of Miami, County of Miami- its Registered Agent, to accept
service of process within this State.

ACKNOWLEDGMENT:- Having been named to accept service of process
for the above named Corporation, at place designated in this
certificate, I hereby accept to act in this capacity and agree to
comply with the provisions of said Act relative to keeping open
said office.

In the City of Miami, County of Miami-, State of Florida, this
Third Day of June, 2002



Juan F.Del Castillo
REGISTERED AGENT