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Florida Department of State
Division of Corporations
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To:

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

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Account Name : EMPIRE CORPORATE KIT COMPANY
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SECRETARY OF STATE
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FLORIDA PROFTT CORPORATION OR P.A.

green fields international corporation

Certificate of Status	0
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ARTICLES OF INCORPORATION

OF

Green Fields International Corporation

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

The name of the corporation is Green Fields International Corporation

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The date and time of the commencement of the corporate existence shall be the date of the filing of these Articles by the Department of State for the State of Florida.

ARTICLE IV

The purpose or purposes for which the corporation is organized is to engage in the transaction of any or all lawful business for which the corporation may be incorporated under the provisions of the Florida General Corporation Act of the State of Florida.

ARTICLE V

The aggregate number of shares which the corporation shall have authority to issue is One thousand (1,000) shares of capital stock, \$.001 par value per share, which capital stock is designated as Common Stock.

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TALLAHASSEE, FLORIDA

Prepared by:
Mark J. Bryn, Esquire
FL Bar # 321842
2 S. Biscayne Blvd.
Suite 2680
Miami, FL 33131
(305) 374-0501

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ARTICLE VI

The number of directors constituting the initial Board of Directors of the corporation shall be two (2). The number of directors may be increased or diminished from time to time by a vote of the shareholders, but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

Hector Marcelo Martinez
3585 Mystic Pointe Drive, Suite A
Aventura, Florida 33180

Liliana Magdalena Sapino

3585 Mystic Point Drive, Suite A
Aventura, Florida 33180

ARTICLE VII

The names of the initial officers of the corporation are:

Hector Marcelo Martinez - President
3585 Mystic Pointe Drive, Suite A
Aventura, Florida 33180

Lisandro Marcelo Martinez - Vice-President/Secretary
3585 Mystic Pointe Drive, Suite A
Aventura 33180

ARTICLE VIII

The name and address of the incorporator signing these Articles are:

Mark J. Bryn
2 South Biscayne Blvd.
Suite 2680
Miami, Florida 33131

Prepared by:
Mark J. Bryn, Esquire
FL Bar # 321842
2 S Biscayne Blvd.
Suite 2680
Miami, FL 33131
(305) 374-0501

ARTICLE IX

The name and address of the initial registered agent and the initial registered office are:

Mark J. Bryn
2 South Biscayne Blvd.
Suite # 2680
Miami, Florida 33131

ARTICLE X

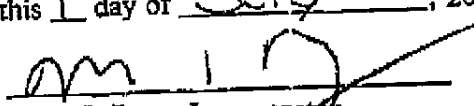
The initial by-laws of the corporation shall be adopted by the directors. Thereafter, by-laws of the corporation may be adopted, altered, amended or repealed from time to time only by the shareholders of the corporation.

ARTICLE XI

The principal place of business and mailing address of this corporation is:

3585 Mystic Pointe Drive, Suite A
Aventura, FL 33180

EXECUTED at Miami-Dade, Florida, this 15th day of July, 2002.


Mark J. Bryn, Incorporator

CERTIFICATE DESIGNATING REGISTERED AGENT AND REGISTERED OFFICE

In accordance with Section 48.091, Florida Statutes, the following designation and acceptance is submitted in compliance thereof:

Green Fields International Corporation, desiring to organize under the laws of the State of Florida, hereby designates Mark J. Bryn as its registered agent and 2 South Biscayne Boulevard, Suite #2680, Miami, Florida 33131, as its registered office.


Prepared by:
Mark J. Bryn, Esquire
FL Bar # 321842
2 S. Biscayne Blvd.
Suite 2680
Miami, FL 33131
(305) 374-0501

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ACCEPTANCE

Having been named as Registered Agent for the above-named corporation, I hereby agree to act in such capacity for such corporation at its registered office.


Mark J. Bryn

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