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Florida Department of State

Division of Corporations

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FLORIDA PROFIT CORPORATION OR P.A.

CHILE SEA CORPORATION

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Jul 09 02 12:38p

p.2

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ARTICLES OF INCORPORATION

OF

CHILE SEA CORPORATION

ARTICLE I: NAME

THE NAME OF THIS CORPORATION SHALL BE:

CHILE SEA CORPORATION

ARTICLE II: DURATION

THIS COMPANY SHALL HAVE PERPETUAL EXISTENCE.

ARTICLE III: PURPOSE

THE GENERAL NATURE OF THE BUSINESS TO BE TRANSACTED BY THIS CORPORATION SHALL BE: ANY ACTIVITY OR LAWFUL BUSINESS UNDER THE LAWS OF THE STATE OF FLORIDA AND THE LAWS OF THE UNITED STATES OF AMERICA.

ARTICLE IV: VOTING RIGHTS

EXCEPT AS OTHERWISE PROVIDED BY LAW, THE ENTIRE VOTING POWER FOR THE ELECTION OF DIRECTORS AND FOR ALL OTHER PURPOSES SHALL BE VESTED EXCLUSIVELY IN THE HOLDERS OF THE OUTSTANDING COMMON SHARES.

ARTICLE V: CAPITAL STOCK

THIS CORPORATION SHALL HAVE 1000 COMMON SHARES OF STOCK WITH \$1.00 PAR VALUE.

ARTICLE VI: DESIGNATION OF SERIES

PREFERRED SHARES MAY BE ISSUED FROM TIME TO TIME IN SERIES. ALL PREFERRED SHARES SHALL BE EQUAL RANK AND INDENTICAL, EXCEPT IN RESPECT TO THE PARTICULARS THAT MAY BE FIXED BY THE BOARD OF DIRECTORS HEREIN. THE BOARD OF DIRECTORS IS AUTHORIZED AND REQUIRED TO FIX, IN THE MANNER AND TO THE FULL EXTENT PROVIDED AND PERMITTED BY LAW, ALL PROVISIONS OF THE SHARES OF EACH SERIES SET FORTH BELOW:

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1. THE DISTINCTIVE DESIGNATION OF ALL SERIES AND THE NUMBER OF SHARES WHICH CONSTITUTE SUCH SERIES;
2. THE ANNUAL RATE OF DIVIDENDS PAYABLE ON THE SHARES OF ALL SERIES AND THE TIME AND MANNER OF PAYMENT;
3. THE REDEMPTION PRICE OR PRICES, IF ANY, FOR THE SHARES OF EACH, ANY OR ALL SERIES;
4. THE OBLIGATION, IF ANY OF THE CORPORATION TO MAINTAIN A SINKING FUND FOR THE PERIODIC REDEMPTION OF SHARES AO ANY SERIES AND TO APPLY THE SINKING FUND TO THE REDEMPTION OF SUCH SHARES;
5. THE RIGHTS, IF ANY, OF THE SHAREHOLDERS OF SHARES OF EACH SERIES TO CONVERT SUCH SHARES INTO COMMON SHARES AND THE TERMS AND CONDITIONS OF SUCH CONVERSION.

ARTICLE VII: PREEMPTIVE RIGHTS

EVERY SHAREHOLDER, UPON THE SALE FOR CASH OF ANY NEW STOCK OF THIS CORPORATION OF THE SAME KING, CLASS OR SERIES AS THAT WHICH AS THAT WHICH HE/SHE ALREADY HOLDS, SHALL HAVE THE RIGHT TO PUCHASE HIS PRORATA SHARE THEROF AT THE PRICE AT WHICH IT IS OFFERED TO OTHERS.

ARTICLE VIII: INITIAL REGISTERED OFFICE AND AGENT

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THIS CORPORATION SHALL BE:
2630 N.E. 203 ST. SUITE 106 . AVENTURA, FL 33180
THE NAME AND ADDRESS OF THE INITIAL REGISTERED AGENT OF THIS CORPORATION SHALL
BE: MILLENNIA CONSULTING SERVICES, INC. 2630 N.E. 203 ST SUITE 106 . AVENTURA, FL
33180

ARTICLE IX: PRICIPAL PLACE OF BUSINESS

THE STREET ADDRESS OF THE PLACE OF BUSINESS OF THIS CORPORATION SHALL BE:
4845 NW 7TH STREET NO. 110
MIAMI, FLORIDA 33126

Jul 09 02 12:39p

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p. 4

ARTICLE X: INITIAL BOARD OF DIRECTORS

THIS CORPORATION SHALL HAVE 1 DIRECTOR(S) INITIALLY. THE NUMBER OF DIRECTORS MAY EITHER BE INCREASED OR DIMINISHED FROM TIME TO TIME BY THE BY-LAWS, BUT SHALL NEVER BE LESS THAN ONE. THE NAME AND ADDRESS(ES) OF THE INITIAL DIRECTOR(S) OF THIS CORPORATION IS /ARE:

PRESIDENT: EDMUNDO ROSALES
4845 NW 7TH STREET # 110
MIAMI, FL. 33126

ARTICLE XI: BY-LAWS

THE POWER TO ADOPT, ALTER, AMEND OR REPEAL BY-LAWS SHALL BE VESTED IN THE BOARD OF DIRECTORS AND THE SHAREHOLDERS.

ARTICLE XII: INDEMNIFICATION

THE CORPORATION SHALL INDEMNIFY AN OFFICER OR DIRECTOR, OR ANY FORMER OFFICER OR DIRECTOR, TO THE FULL EXTENT PERMITTED BY LAW.

ARTICLE XIII: AMENDMENT

THIS CORPORATION RESERVES THE RIGHT TO AMEND OR REPEAL ANY PROVISIONS CONTAINED IN THESE ARTICLES OF INCORPORATION, OR ANY AMENDMENT HERETO, AND ANY RIGHT CONFERRED UPON THE SHAREHOLDERS IS SUBJECT TO THIS RESERVATION.

Jul 09 02 12:39p

(((H02000163309)))

p.5

ARTICLE XIV: ACKNOWLEDMENT AND CONSENT OF REGISTERED AGENT
ACKNOWLEDMENT AND CONSENT OF REGISTERED AGENT

HAVING BEEN MADE INITIAL REGISTERED AGENT TO AGENT TO ACCEPT SERVICE OF
PROCESS OF THE CORPORATION AT THE INITIAL REGISTERED OFFICE DESIGNATED IN THESE
ARTICLES OF INCORPORATION, I HEREBY ACCEPT SUCH SUCH STATUS AND CONSENT TO
ACT IN THIS CAPACITY AND AGREE TO COMPLY WITH ALL THE REQUIREMENTS OF THE LAW
PERTAINING THERETO.


MILLENNIA CONSULTING SERVICES, INC.
REGISTERED AGENT

IN WITNESS WHEREOF, THE UNDERSIGNED SUBSCRIBERS HAVE EXECUTED THESE ARTICLES OF
INCORPORATION ON THIS: 8TH DAY OF JULY OF 2002


EDMUNDO ROSALES
INCORPORATOR

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