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2002 AUG - 6 PM 12: 38

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

1. TARTARUGA INTERNATIONAL, CORP.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #) 700006916117--5
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<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

DEPARTMENT OF STATE
DIVISION OF CORPORATE AFFAIRS
TALLAHASSEE, FLORIDA

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Examiner's Initials

✓

**ARTICLES OF INCORPORATION
OF
TARTARUGA INTERNATIONAL,CORP.**

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TALLAHASSEE FLORIDA

The undersigned, acting as Incorporator of Tartaruga International,Corp. under the Florida General Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is: Tartaruga International ,Corp.

The principal place of business of this corporation shall be:

335 NE 59th Terrace
Miami, Fl. 33137

ARTICLE II. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence on the date of receipt and acknowledgment of these Articles of Incorporation.

ARTICLE III PURPOSE

The nature of the business or purposes to be conducted or promoted is to engage in any and all lawful act of General Corporation Law of Florida, including without limitation the ability to and engage in all other matters incident thereto.

ARTICLE IV. AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 100 shares of common stock having a par value of \$1.00 per share. The consideration to be paid for each share shall be fixed by the board of directors and may be paid in whole or in part in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation, with a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The name of the corporation's initial registered agent is Monica Giraldo and the street address of the initial registered office is: 335 NE 59th Terrace Miami, Fl. 33137.

ARTICLE VI. INITIAL BOARD OF DIRECTORS

The corporation shall have one-(1) director initially. The number of directors may be increased from time to time, as provided in the bylaws, but shall never be less than one.

The name and street address of the initial directors are:

Monica Giraldo
335 NE 59th Terrace
Miami, Fl. 33137

ARTICLE VII. INCORPORATOR

The name and street address of the Incorporator is:

Monica Giraldo
335 NE 59th Terrace
Miami, Fl. 33137

ARTICLE VIII. BYLAWS

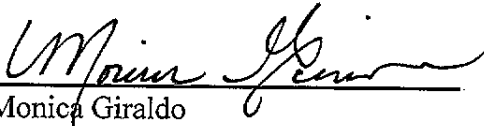
The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaws adopted by the shareholders if the shareholders specifically provide that the bylaws are not subject to amendment or repeal by the directors.

ARTICLE IX. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation. These Articles may be amended prior to the issuance of shares of the corporation by the unanimous approval or consent of the board of directors. Thereafter, every amendment shall be approved by the board of directors, proposed by them to the shareholders, and approved at a shareholders' meeting by the holders of a majority of the shares entitled to vote on the matter or in such other manner as may be provided by law.

AS REGISTERED ACCEPTANCE OF APPOINTMENT AGENT

Having been named as registered agent for Tartaruga International, Corp. at the place designated in said articles of incorporation, I, hereby agree to accept service of process for said corporation and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent.

BY: 
Monica Giraldo
Incorporator

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