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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

1. BEEFEED PLUS, INC.

(Corporation Name)

(Document #)

200008204882--6

-10/04/02--01020--017

2. _____

(Corporation Name)

(Document #)

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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

CB 10-4
Examiner's Initials

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following articles of incorporation, providing for the formation, rights, privileges and immunities of a corporation for profit.

ARTICLE I

The name of the corporation is:

BEEFEED PLUS, INC.

ARTICLE II

The duration of the Corporation is perpetual.

ARTICLE III

The general purpose for which the corporation is organized is "To engage in lawful business activity for which the corporation may be incorporated under the Florida General Corporation Act."

ARTICLE IV

The aggregate numbers of shares, which the corporation is authorized to issue, are 100. Such shares shall be of a single class (capital stock), shall be \$1.00 per share par value, and shall be known as Section 1244 Stock, such stock term is defined in the Internal Revenue Code.

ARTICLE V

The whole or any part of the capital stock shall be payable either in lawful money of the United States or in property, labor or services insofar as permitted from time to time by the laws of the State of Florida, the value of such property, labor or services to be determined by the Board of Directors.

ARTICLE VI

The amount of capital with which the corporation shall commence business shall be at least One Hundred Dollars (\$100.00).

One hundred shares issued and outstanding.

ARTICLE VII

The principal street address and the initial registered office of the corporation is:

12201 S.W. 132ND Court
Miami, Florida 33186

The initial Registered Agent at such address is:

Ricardo Menendez

ARTICLE VIII

The number of Director(s) constituting the initial Board of Director of the corporation is/are (6). The name and address of the person(s) who are to serve as members of the initial Board of Directors is/are:

Ricardo Menendez	12201 S.W. 132 nd Court Miami, FL 33186
Carlos Alger	12201 S.W. 132 nd Court Miami, FL 33186
Milagro Davis	12201 S.W. 132 nd Court Miami, FL 33186
Felisa Mora	12201 S.W. 132 nd Court Miami, FL 33186
Jose Lobo	12201 S.W. 132 nd Court Miami, FL 33186
Paul Mouttet	12201 S.W. 132 nd Court Miami, FL 33186

ARTICLE IX

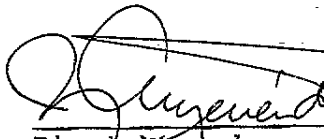
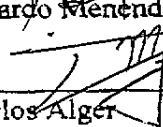
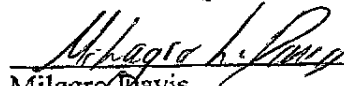
The names and addresses of each Incorporator of these Articles of Incorporation is/are as follows:

Ricardo Menendez	12201 S.W. 132 nd Court Miami, FL 33186
Carlos Alger	12201 S.W. 132 nd Court Miami, FL 33186
Milagro Davis	12201 S.W. 132 nd Court Miami, FL 33186

ARTICLE X

The corporation shall at all times have any corporate powers enumerated in the General Corporation Act of Florida.

EXECUTED by the undersigned at Miami, Miami-Dade County, Florida this 25TH day of September 2002.


 Ricardo Menendez	(SEAL)
 Carlos Alger	(SEAL)
 Milagro Davis	(SEAL)

STATE OF FLORIDA

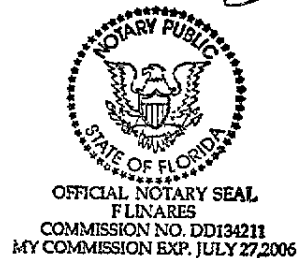
COUNTY OF MIAMI-DADE

BEFORE ME, the undersigned authority, personally appeared Ricardo Menendez, Carlos Alger, Milagro Davis to me known to be the person(s) described in the foregoing Articles of Incorporation, and he signed the same for the purposes therein set forth.

WITNESS my hand and official seal this 25th day of September 2002.


Notary Public

My commission expires:



Certificate designating place of business or domicile for the services of process within Florida, naming agent upon who process may be served.

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First that **BEEFEED PLUS, INC.**, desiring to organize or qualify under the laws of the State of Florida with its principal place of business at 12201 S.W. 132ND Court, Miami, Florida 33186, has named Ricardo Menendez at 12201 S.W. 132ND Court, Miami, Florida 33186, as its agent to accept service of process within Florida.

SIGNATURE

TITLE PRESIDENT

DATE 10/1/02

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

SIGNATURE

DATE 10/1/02

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