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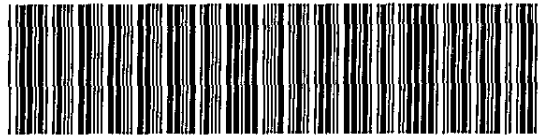
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02 NOV 20 AM 9:49
SECRET
TALLAHASSEE, FLORIDA

Leonard L. Liszewski

Attorney at Law
2110 Cleveland Avenue • Fort Myers, FL 33901
Telephone (239) 334-0128 • Facsimile (239) 334-0805

November 18 , 2002

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

RE: International Colombian Brands U.S.A. Corp.

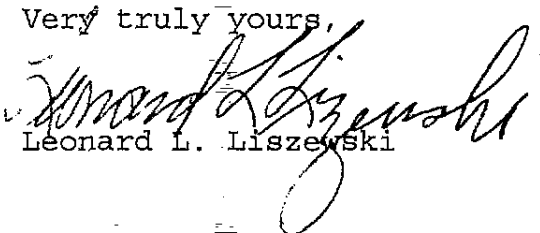
Dear Clerk:

Enclosed please find two (2) original Articles of Incorporation for International Colombian Brands U.S.A. Corp., together with a check in the amount of \$70.00 to cover the following:

Filing Fee	\$35.00
Registered Agent Acceptance	\$35.00
TOTAL	\$70.00

After the Articles have been filed, please forward a stamped original (minute book paper) to our office in the envelope provided.

Very truly yours,


Leonard L. Liszewski

LLL/slm
Enclosures

ARTICLES OF INCORPORATION

OF

INTERNATIONAL COLOMBIAN BRANDS U.S.A. CORP.

FILED

02 NOV 20 AM 9:50

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I - NAME & ADDRESS

The name of the corporation shall be INTERNATIONAL COLOMBIAN BRANDS U.S.A CORP. The address of the principal office of this corporation shall be 137 S.E. 18th Street, Cape Coral, FL 33990.

ARTICLE II - NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III - CAPITAL STOCK

The maximum number of share of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV - TERM OF EXISTENCE

The corporation is to exist perpetually.

ARTICLE V - REGISTERED AGENT

The street address of the initial registered agent and address of the corporation is: Leonard L. Liszewski, Esq., 2110 Cleveland Avenue, Fort Myers, FL 33901.

ARTICLE VI - OFFICERS & DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation shall be managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have four (4) directors initially. The names and addresses of the Officers and Directors of the corporation are:

<u>NAME</u>	<u>ADDRESS</u>
YESID HERNANDEZ Vice President/Director	137 S.E. 18 th Street Cape Coral, FL 33990
GUILLERMO DUQUE President/Director	131 S.W. 47 th Terrace Cape Coral, FL 33914
LUIS H. GOMEZ Director	Diagonal 127A #29-31 Oficina #204, Bogota, Colombia
ALVARO MONTOYA Director	Diagonal 127A #29-31 Oficina #204, Bogota, Colombia
M. CRISTINA HERNANDEZ Secretary	137 S.E. 18 th Street Cape Coral, FL 33990
ANA SERRANOZOÑIGA Treasurer	131 S.W. 47 th Terrace Cape Coral, FL 33914

ARTICLE VII - SPECIAL PROVISION

It is the intent of the incorporator that the corporation will qualify under Section 1244 of the Internal Revenue Code and shall take all actions necessary to obtain and maintain its status as a Sub-chapter S corporation.

ARTICLE VIII - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is: YESID HERNANDEZ, 137 S.E. 18th Street, Cape Coral, FL 33990.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on this 15 day of November, 2002.

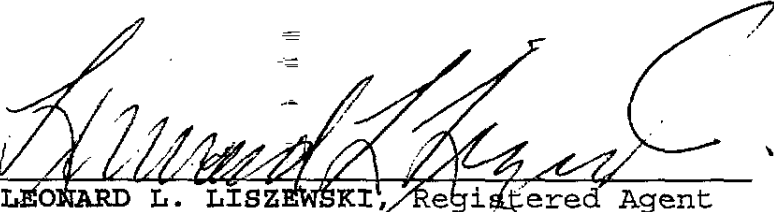


YESID HERNANDEZ, Incorporator

ACCEPTANCE OF REGISTERED AGENT

LEONARD L. LISZEWSKI, ESQ. having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under §607.0505, Florida Statutes.

Dated: 11-15-02



LEONARD L. LISZEWSKI, Registered Agent