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To:

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Fax Number : (850)205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305)634-3694
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FLORIDA PROFIT CORPORATION OR P.A.

VALLEY MARKETS CORPORATION

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
VALLEY MARKETS CORPORATION

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE ONE

The name of the corporation is:

VALLEY MARKETS CORPORATION

ARTICLE TWO

The term of existence of the corporation is perpetual.

ARTICLE THREE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE FOUR

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is one hundred (100) shares of common stock, without par value.

ARTICLE FIVE

The street address of the principal office, its mailing address and the initial registered office of the corporation is 104 Crandon Boulevard, Suite 315, Key Biscayne, Florida 33149, and the name of the initial registered agent at that address is JAIME OROZCO.

ARTICLE SIX

The Board of Directors of the corporation shall consist of one (1) director, or such number as may be provided in the By-Laws. The name and address of the member of the first Board of Directors are:

JAIME OROZCO
104 Crandon Boulevard, Suite 315
Key Biscayne, Florida 33149

Prepared by:

Michael A. Currea, Esq.
8191 N.W. 36 St., Ste. 27 C
Miami, FL 33166
Fla. Bar No. 198455
Tel. No. (305) 470-9335

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ARTICLE SEVEN

The name and address of the incorporator are:

JAIME OROZCO
104 Crandon Boulevard, Suite 315
Key Biscayne, Florida 33149

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 25 day of March, 2003.



JAIME OROZCO

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CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE,
AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 607, Florida Statutes, the following information is submitted:

That VALLEY MARKETS CORPORATION, desiring to organize under the laws of the State of Florida, with its registered office as indicated in the Articles of Incorporation, in the City of Key Biscayne, State of Florida, has named JAIME OROZCO the initial Registered Agent, located at 104 Crandon Boulevard, Suite 315, Key Biscayne, Florida 33149, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT AND ACCEPTANCE

Having been named to accept service of process for the above-named corporation, at the place designated in this certificate, I hereby accept to act in this capacity and I state that I am familiar with, and accept the obligations of such position, and I further agree to comply with the provisions of Chapter 48 of the Florida Statutes, relative to keeping open said office.

DATED this 25 day of March, 2003.

JAIME OROZCO

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