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To:
Division of Corporations
Fax Number : (850) 205-0381

From:
Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

FLORIDA PROFIT CORPORATION OR P.A.

FRANCO TRADING OF MIAMI CORPORATION

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
FRANCO TRADING OF MIAMI CORPORATION

ARTICLE I

The name of the Corporation is: **FRANCO TRADING OF MIAMI CORPORATION**

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The purpose for which this corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Florida Corporation Act.

ARTICLE IV

The Corporation's principal office is located at: **1321 N.W. 14th Street, Suite 305
Miami, Florida 33125**

ARTICLE V

The aggregate number of shares which the corporation shall have authority to issue is 1000 of the par value of ONE DOLLAR (\$1.00) each.

Prepared by:

**YADIRA CLEMENTINA MOREL, ESQ.
236 Valencia Avenue
Coral Gables, FL 33134
(305) 448-0012**

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

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ARTICLE VI

The corporation will not commence business until it has received for the issuance of shares consideration of the value of. \$100.00 consisting of money, labor done or property actually received.

ARTICLE VII

The street address of its initial registered offices is: 1321 N.W. 14th Street, Suite 305,, Miami, Florida, 33125, and the name of its initial registered agent at such address is HECTOR JIMENEZ.

ARTICLE VIII

The number of directors constituting the initial board of directors is 1 and the name(s) and address of the person or persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualified are:

	<u>Name/Position</u>	<u>Address</u>
HECTOR JIMENEZ	Director	1321 N.W. 14 th Street, #305 Miami, FL 33125

ARTICLE IX

The name and address of each incorporator is:

HECTOR JIMENEZ	1321 N.W. 14 th Street, #305 Miami, FL 33125
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[THIS SPACE LEFT BLANK INTENTIONALLY]

ARTICLE X

The name and address of the person(s) signing these articles is (are):

HECTOR JIMENEZ

1321 N.W. 14th Street, #305
Miami, FL 33125

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of
Incorporation this 4th day of September, 2003.



HECTOR JIMENEZ

STATE OF FLORIDA

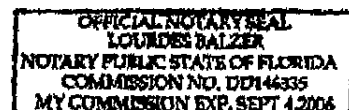
COUNTY OF MIAMI-DADE

BEFORE ME, a notary public authorized to take acknowledgments in the State and
County set forth above, personally appeared HECTOR JIMENEZ, [] known to me personally or
[] who produced a valid identification, and who executed the foregoing Articles of
Incorporation in my presence.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in
the State and County aforesaid, this 4th day of September, 2003.



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CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: FRANCO TRADING OF MIAMI CORPORATION
2. The name and address of the registered agent and office is:

HECTOR JIMENEZ

1321 N.W. 14th Street, Suite 305
Miami, FL 33125

Signature: 

Title: Registered Agent

Date: 4th day of September, 2003

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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

Signature: 

Date: 4th day of September, 2003