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TALLAHASSEE FLORIDA

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EXPRESS CORPORATE FILING SERVICE INC.

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CORAL GABLES, FL 33134 (305) 444-4994

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

1. ELYDA FOOD & BEVERAGES, INC.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☒ Pick up time _____ ☒ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

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

Examiner's Initials

ARTICLES OF INCORPORATION

OF

ELYDA Food & Beverages, Inc

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

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ARTICLE I NAME

The name of the corporation shall be: **ELYDA Food & Beverages, Inc**

ARTICLE II NATURE OF BUSINESS

The general nature of the business and the objectives and the purposes to be transacted and carried on are:

1. For any lawful purpose for which a corporation may operate under the laws of the State of Florida.
2. For any lawful business that a corporation may operate under the laws of the State of Florida.
3. And, in general to carry on any other business whatsoever in connection with the foregoing or which is calculated, directly or indirectly, to promote the interest of the corporation or to enhance the value of its properties.

ARTICLE III DURATION

This Corporation shall have a perpetual existence commencing on the Date of Filing.

ARTICLE IV CAPITAL STOCKS

The maximum numbers of shares of stock that this corporation is authorized to have outstanding at any one time is five hundred (500) shares at one dollar (\$ 1.00) par value, which shall be designated "Common Shares".

ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS

The name of the initial registered agent is Daniel Orozco, the address of the initial registered office is 7685 N.W. 80TH Terrace, Medley, Florida 33166

ARTICLE VI INITIAL BOARD OF DIRECTORS

This Corporation shall have two (3) Directors initially. The number of Directors may be increased or decreased from time to time by the By-Laws, but shall never be less than one (1). The name(s) and street address of the initial Director(s) are:

Names:

Addresses:

Daniel A. Orozco	President Treasurer	12907 S.W. 52 ND Street Miami, FL 33175
Aurora Espino	Vice-President	Crisologo Larralde 1733 Capital Federal Buenos Aires, Argentina 1429
Esteban Bortnik	Secretary	Crisologo Larralde 1733 Capital Federal Buenos Aires, Argentina 1429

ARTICLE VII LAWS

The By-Laws of this Corporation may be adopted, altered, amended, or repealed by either the stockholder(s) or Director(s).

ARTICLE VIII INDEMNIFICATION

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE IX PREEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his/her prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE X INCORPORATOR(S)

The name(s) and street address of the incorporator(s) to these Articles of Incorporation is(are):

Names:

Addresses:

Daniel A. Orozco	President Treasurer	12907 S.W. 52 ND Street Miami, FL 33175
Aurora Espino	Vice-President	Crisologo Larralde 1733 Capital Federal Buenos Aires, Argentina 1429
Esteban Bortnik	Secretary	Crisologo Larralde 1733 Capital Federal Buenos Aires, Argentina 1429

ARTICLE XI OFFICES

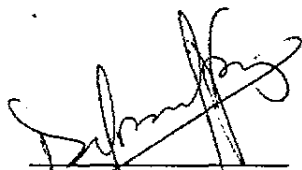
The principal office of the Corporation and mailing address shall be established and maintained at 7685 N.W. 80th Terrace, Medley, Florida, County of Miami Dade, State of Florida. The Corporation may also have offices at such places within or without the State of Florida as the board may from time to time establish.

ARTICLE XII SHAREHOLDERS

The Shareholders of the corporation shall be:

Daniel Orozco	50%
Aurora Espino	25%
Esteban Bortnik	25%

IN WITNESS WHEREOF, the undersigned incorporator(s) has (have) executed these Articles of Incorporation this _____ day of _____, 2003.


Daniel Orozco


CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, 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.

First, that ELYDA Food & Beverages Inc., a Corporation desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at the City of Medley, County of Miami Dade, State of Florida, has named Daniel A. Orozco the street address of the initial registered office of this Corporation is 7685 N.W. 80th Terrace, Miami, Florida, as its agent to accept service of process within this State.

Second, Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the provisions of said Act relative to keeping open said office and of all statutes relative to the proper and complete discharge of his duties, i.e., Section 607.325 F.S.

Dated this _____ day of, _____, 2003.


Daniel A. Orozco

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