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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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(Business Entity Name)

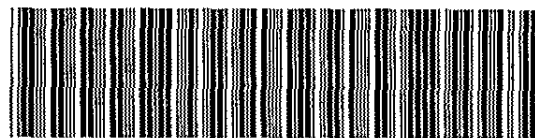
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FILED
04 MAR 25 AM 11:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

March 15, 2004

State of Florida
Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

RE: Bay Islands Import / Export Corporation.


Gentlemen:

We are hereby presenting your department with the necessary documents for the incorporation of the above named company. Enclosed is an original and one copy of the Articles of Incorporation. Please file the original in your offices and return the copy stamped.

Also enclosed is a check in the amount of \$70.00 covering the Filing Fee for Articles of Incorporation (\$35.00) and the Registered Agent Designation (\$35.00).

Your attention to the above matter will be greatly appreciated.

Sincerely yours,


Rosa María Clavero
POB 2
Jose Marti Station
Miami, FL 33135-0002

305/530-8787

**Articles of Incorporation
of
Bay Islands Import / Export Corporation**

FILED

04 MAR 25 AM 11:13

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

ARTICLE I - NAME

The name of this Corporation is **Bay Islands Import / Export Corporation**

ARTICLE II - DURATION

This Corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Florida Department of State.

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of importing and exporting clothing, consumer products, electronic equipment, general merchandise, food products, beverages, as well as transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may hereafter be amended.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue One Thousand (1,000) shares of Ten Dollars (\$10.00) par value common stock which shall be designated as *Common Shares*.

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - CORPORATE AND REGISTERED AGENT ADDRESS

The principal place of business of this Corporation and the address of the registered agent shall be **519 NE 29 Street, Miami, FL 33137**. This name of the initial registered agent of this corporation at that address is **Marvi A. Vargas**.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have two Directors constituting the initial Board of Directors. The number of directors may be either increased or decreased according to the Bylaws of the Corporation; however, there shall never be less than one Director nor more than five. The name, position, and address of each member of the initial Board of Directors of the Corporation are:

Marvi A. Vargas
Director/President/Secretary
519 NE 29 Street
Miami, FL 33137

Brennett Clare Calliste
Director/Vice President /Treasurer
480 NE 29 Street
Miami, FL 33137

ARTICLE VIII - INCORPORATORS

The name and address of the Incorporators signing these articles is:

Marvi A. Vargas
Director/President/Secretary
519 NE 29 Street
Miami, FL 33137

Brennett Clare Calliste
Director/Vice President /Treasurer
480 NE 29 Street
Miami, FL 33137

ARTICLE IX - INDEMNIFICATION

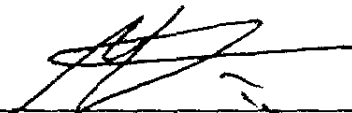
The Corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

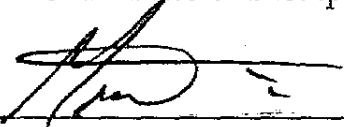
ARTICLE XI - ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT

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

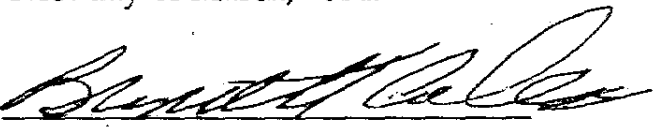


Marvi A. Vargas
Registered Agent

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation on the First day of March, 2004.



Marvi A. Vargas
Incorporator

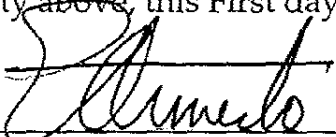


Brennett Clare Calliste
Incorporator

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 Marvi A. Vargas and Brennett Clare Calliste known to be and known to me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this First day of March, 2004.



NOTARY PUBLIC, State of Florida at Large

My Commission Expires:



Eladio Jose Armesto
Commission # CC 959010
Expires Sep. 17, 2004
Bonded Thru
Atlantic Bonding Co., Inc.