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CR2E031(9/92)

ARTICLES OF INCORPORATION

<u>OF</u>

BFBM. USA, INC.

The undersigned incorporate for the purpose of becoming a corporation under the laws of the State of Florida, providing for the formation, rights, privileges, immunities and liabilities of incorporations, for he profit, and subject to the following provisions:

ARTICLE - I

The name of the corporation shall be:

BFBM USA, INC.

ARTICLE - H

This corporation shall have perpetual existence.

ARTICLE - III

This corporation is organised for the purpose of transacting any, or all lawful business.

ARTICLE - IV

The aggregate maximum number of shares which this corporation shall have authority to issue and have outstanding at any one time is _500 ____ shares of common stock at \$2.00

(Two Dollars	_ }) per	share
	_ ′	, F	

ARTICLE - V

Principal

The post office address of the initial registerd office of this corporation in the State Of Florida is:

660 East 8 Avenue. Hialeah Fl. ?3010

The name of the initial registered agent at such address is:

Revnold Suarez

ARTICLE - VI

The business of the corporation shall be managed by a Board of Directors, who need not be stockholders of the corporation. The number of Directors, not less than one, no more than seven, and shall be fixed by resolution of the stockholders at a regular or special meeting, subject to the manner of holding such meetings prescribed by the by - laws

ARTICLE - VII

The board of Directors may from time to time move the registered office to any other address in Florida whenever the Directors may deem necessary or expedient.

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ARTICLE - VIII

The name and post office address of the members of the Board of Directors who shall serve as members thereof are as follows:

BOARD OF DIRECTORS ADDRESS

Reynold Suares (President) 660 East 8 Ave, Hialeah Fl. Ronald Suares (Vice-President) 626 East 50 St. Hialeah Fl. Ignacio Moyano (Secretary) 660 East 8 Av. Hialeah Fl. 330

The name and the post office address of the subscribers to these Articles of Incorporation and the number of shares of stock each agree to take is:

NAME ADDRESS : NO. OF SHARES

Revnold Suarez 660 East 8 Ave, H ialeah Fl. 200

ARTICLE - IX

This corporation shall have full power to carry on and transact each or all business enumerated in Article III of the Articles of Incorporation, shall have all the general and additional power now conferred upon it by the law

ARTICLE - X

Amendments to the Articles of Incorporation, Merger, Consolidation or Dissolution shall be approved and submitted to the Stockholders for unanimous approval. Thirty days notice shall be provided.

ARTICLE - XI

Shareholders of the corporation shall have preemptive rights to acquire their prorata share of stock of the corporation for all issues of any class of stock of the corporation, no matter when authorized, and for whatever consideration is contemplated to be received by the corporation, including but not limited to eash, other property, services, the acquisition of their corporations shares of property through merger of the extinguishment of debts.

Preemptive rights (NOT) apply to the reissuance of all redeemed or otherwise acquired shares, including the reissuance of treasury shares

These articles pertaining to preemptive rights may not be amended or deleted without the unanimous vote of the shareholders of each affected class

No issue of stock of the corporation shall take place unless the price at which the stock is to be issued shall be unanimously approved by the shareholders of the corporation

These preemptive rights shall apply to any corporate obligation which is convertible to or exchangeable for any stock of the corporation, or where there is attached to said obligation any stock warrants or rights which allow the holder to acquire by subscription or purchase any stock of the corporation.

	20	day of	Octuber	our hands and sign	
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			Y .	//	
STATE	OF FLORI	DA (,
COUNT	Y OF DAI	DE (SS			
		undersigned : , personally a		nuthorized to admin	ister oath and take
	_	•	cuted the forego pose therein ex		INCORPORATION,
IN WIT	NESS WII	IEREOF, I lui	ive hereunto set	my hand and offici	al Scat a Miami,
				NOTARY PU FLORIDA	BLIC, STATE OF
Му Со	nunission	ELI)	O MORLANNE blic - State of Florida	•	, .

Commission # DD123377 Bonded By National Notary Assn.

CERTIFICATE DESIGNATING CHANGE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of chapter 48.091, Florida statutes, the is submitted, in compliance with said Act:

First - That

B F B M USA, INC.

qualified to do business under the laws of the State of Florida with its principal office at 660 EAST 8 Ave Hialeah of State of Florida has appointed

REYNOLD SUAREZ

(Street address and number of building, Post Office Box of acceptable).

City of HIALEAH FLORIDA County of DADE

State of, as its agent to accept services of process within this State.

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Registered Agent)