

**Electronic Articles of Incorporation
For**

P04000149088
FILED
October 29, 2004
Sec. Of State
jshivers

CAROLINE WORLDWIDE DISTRIBUTORS, CORP.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

CAROLINE WORLDWIDE DISTRIBUTORS, CORP.

Article II

The principal place of business address:

P.O. BOX 772418
CORAL SPRINGS, FL. 33077

The mailing address of the corporation is:

P.O.BOX 772418
CORAL SPRINGS, FL. 33077

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

100

Article V

The name and Florida street address of the registered agent is:

MORE ACCOUNTING SERVICES, INC
251 N 65TH WAY
HOLLYWOOD, FL. 33024

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: LUIS MORALES

Article VI

The name and address of the incorporator is:

LUIS M. CRUZ SANCHEZ
AVENIDA DEL ROSAL # 290 -EDIFICIO 3 - 201, COLONIA MOLINO DE
ROSAS, CODIGO POSTAL 01470, MEXICO, D.F.
MEXICO

Incorporator Signature: LUIS M. CRUZ SANCHEZ

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
LUIS M CRUZ SANCHEZ
AVENIDA DEL ROSAL #290-EDIFICIO 3-201,
COLONIA MOLINO DE ROSAS, MEX, MX. 01470

Article VIII

The effective date for this corporation shall be:

10/28/2004