

**Electronic Articles of Incorporation
For**

P05000030452
FILED
February 25, 2005
Sec. Of State
thampton

X-FOODS U.S.A., INC.

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:

X-FOODS U.S.A., INC.

Article II

The principal place of business address:

7242 NW 25 STREET
MIAMI, FL. 33122

The mailing address of the corporation is:

7242 NW 25 STREET
MIAMI, FL. 33122

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:

1000 SHARES AT \$1.00

Article V

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

FERNANDO SILVA
16300 NE 19 AVE SUITE C
NORTH MIAMI BEACH, FL. 33162

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

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Registered Agent Signature: FERNANDO SILVA

Article VI

The name and address of the incorporator is:

FERNANDO SILVA
16300 NE 19 AVE SUITE C
NORTH MIAMI BEACH, FL 33162

Incorporator Signature: FERNANDO SILVA

Article VII

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

Title: P/D
JUAN G GUERRA
7242 NW 25 STREET
MIAMI, FL. 33122

Title: VP/D
ALVARO GUERRA
7242 NW 25 STREET
MIAMI, FL. 33122

Article VIII

The effective date for this corporation shall be:

02/25/2005