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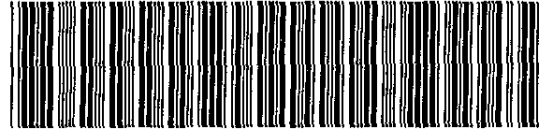
(Business Entity Name)

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SECTION 11
TALLAHASSEE, FL 32301

3/21/05
PA

BONSAI INTERNATIONAL, INC.

February 25, 2005

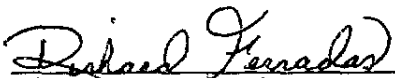
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Fl 32314

Gentlemen:

Enclosed, please find the original and one copy of Articles of Incorporation of BONSAI INTERNATIONAL INC., together with my check in the amount of \$78.75.

Please mail completed articles to:
Richard Ferradas
13305 S.W. 22nd Terrace
Miami, Fl 33175

Very truly yours,


Richard Ferradas
President

ARTICLES OF INCORPORATION
OF
BONSAI INTERNATIONAL, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation is BONSAI INTERNATIONAL, INC. The mailing address is 13305 S.W. 22nd Terrace, Miami, Fl 33175.

ARTICLE II - PURPOSE

The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the laws of Florida and the United States.

ARTICLE III - DURATION

This corporation shall have perpetual existence commencing on the date of execution and acknowledgement of these Articles of Incorporation.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 500 shares of \$1.00 par value Common Stock which shall be designated "common shares".

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, 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 - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 13305 S.W. 22nd Terrace, Miami, Fl 33175 and the name of the initial registered agent of this corporation at this address is Richard Ferradas.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name and address of the initial directors of this corporation are:

Richard Ferradas
13305 S.W. 22nd Terrace
Miami, Fl 33175

Wattana Sriboonrod
13601 S.W. 103rd Place
Miami, Fl 33176

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

Richard Ferradas
13305 S.W. 22nd Terrace
Miami, Fl 33175

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

In witness whereof, the undersigned subscribed has executed these Articles of Incorporation on this 8 day of ~~February~~, 2005.

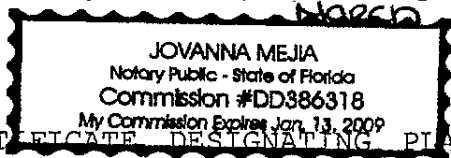
March


Richard Ferradas, Subscriber

State of Florida)
) ss
County of Dade)

Before me, a Notary Public authorized to take acknowledgements in the state and county set forth above, personally appeared Richard Ferradas, known to me and known by me to be the person who executed the foregoing Articles of Incorporation.

In witness whereof, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, on this 8 day of ~~February~~, 2005



Jovanna Mejia
Notary Public
State of Florida

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

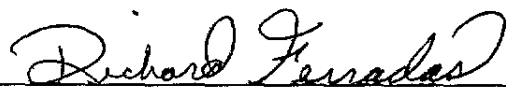
In pursuance of Chapter 48.091 Florida Statutes, the following is submitted in compliance with said Act:

That BONSAI INTERNATIONAL, INC., 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 Miami, county of Dade, State of Florida, has named Richard Ferradas, located at 13305 S.W. 22nd Terrace, Miami, Fl 33175 as its agent to accept service of process within this state.

Richard Ferradas
Richard Ferradas, name, President
8 February, 2005
~~March~~

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation, at the 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.



Richard Ferradas
Registered Agent
~~February~~ 2005
MARCH

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05 MAR 14 PM 4:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA