

Florida Department of State
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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : FILINGS, INC.
Account Number : 072720000101
Phone : (850) 385-6735
Fax Number : (954) 641-4192

FLORIDA PROFIT CORPORATION OR P.A.

ADRIANELA DISTRIBUTORS, INC.

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NO 5000171066

ARTICLES OF INCORPORATION

THE UNDERSIGNED INCORPORATOR(S) FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA BUSINESS CORPORATION ACT HEREBY ADOPT(S) THE FOLLOWING ARTICLES OF INCORPORATION.

ARTICLE I (NAME)

THE NAME OF THE CORPORATION SHALL BE:

ADRIANELA DISTRIBUTORS, INC.

ARTICLE II PRINCIPAL OFFICE

THE PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS OF THIS CORPORATION SHALL BE:

10315 NW 9 ST Circle
#506
MIAMI FL 33172

ARTICLE III CAPITAL STOCK

THE AGGREGATE NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS:

100@ \$0.01 PER SHARE

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS:

JOSE A. PADRON
10315 NW 9 ST APT. 506
MIAMI, FL 33172

NORA CAMPOS ESQ.
BAR # 936944
2901 SW 8 STREET SUITE 205
MIAMI, FLORIDA 33135

NO 5000171066

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ARTICLE V INCORPORATOR(S)

THE NAME AND STREET ADDRESSES OF THE INCORPORATORS TO THESE ARTICLES OF INCORPORATION IS (ARE):

ZULAY OSIO DE PADRON
CALLE 40 TRANSVERSAL
EDIF. RES. COLONIAL APT. 10-A
PISO 10 URB. MONTALVAN II
DIST. FEDERAL CARACAS, VENEZUELA 24.5% STOCKS

JOSE A. PADRON
CALLE 40 TRANSVERSAL
EDIF. RES. COLONIAL APT. 10-A
PISO 10 URB. MONTALVAN
DIST. FEDERAL CARACAS, VENEZUELA 24.5% STOCKS

DISTRIBUIDORA ADRIANELA C.A.
CALLE 40 TRANSVERSAL
EDIF. RES. COLONIAL APT. 10-A
PISO 10 URB. MONTALVAN
DIST. FEDERAL CARACAS, VENEZUELA 51 % STOCKS

VI DIRECTORS

THE INCORPORATORS AND DIRECTORS OF THE COMPANY ARE AS FOLLOWS:

PRESIDENT: JOSE A. PADRON
10315 NW 9TH ST CIR. APT. 506
DORAL, FLORIDA 33172

V. PRESIDENT ZULAY OSIO PADRON
10315 NW 9TH CIR APT. 506
DORAL, FLORIDA 33172

THE UNDERSIGNED INCORPORATOR(S) HAS (HAVE) EXECUTED THESE ARTICLES OF INCORPORATION THIS 7TH DAY OF NOVEMBER 2003


JOSE A. PADRON
PRESIDENT DATE 6/30/05

NORA CAMPOS ESQ.
2901 SW 8 ST NO. 205
MIAMI, FLORIDA 33135

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CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT / REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES,
THE UNDERSIGNED CORPORATION ORGANIZED UNDER THE LAWS OF THE
STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN
DESIGNATING THE REGISTERED OFFICE/AGENT IN THE STATE OF FLORIDA.

1. THE NAME OF THE CORPORATION IS:

ADRIANELA DISTRIBUTORS, INC. .

2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS:

JOSE A. PADRON
10315 NW 9ST CIRCLE APT 506
DORAL FLORIDA 33172

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE
OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE
DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT
AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I
FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES
RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES
AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY
POSITION AS REGISTERED AGENT.

(SIGNATURE)

6/30/05
(DATE)

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FLORIDA

NORA CAMPOS ESQ.
BAR # 936944
2742 SW 8 STREET SUITE 202
MIAMI, FLORIDA 33135

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