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#### BROOKS C. MILLER P.A.

ATTORNEYS WITH A GLOBAL PERSPECTIVE ® 1690 SOUTHEAST FINANCIAL CENTER 200 SOUTH BISCAYNE BOULEVARD MIAMI, FLORIDA 33131

BROOKS C. MILLER

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May 13, 2011

#### By FedEx

Department of State Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301

Re: Articles of Incorporation

Chile Natural, Inc.

Dear Sir or Madam:

Enclosed please find the original Articles of Incorporation for Chile Natural, Inc., along with our check number 6196 in the amount of \$70.00 that is made payable to the Department of State to be used as payment for the filing fee.

If you have any questions, please do not hesitate to contact us. Thank you for your kind attention to this matter.

Very truly yours.

Brooks C. Miller P.A.

Jereme Soto, ERP

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Enclosure

## ARTICLES OF INCORPORATION OF CHILE NATURAL, INC.

#### **ARTICLE 1. - NAME**

The name of the Corporation is Chile Natural, Inc., (hererinafter called "Corporation").

#### **ARTICLE 2. - CAPITAL STOCK**

The aggregate number of shares which the Corporation shall have the authority to issue is 1000 shares of Common Stock, at no par value per share.

#### **ARTICLE 3. - MAILING ADDRESS**

The mailing address of the principal place of business of the Corporation is 200 S. Biscayne Boulevard, Suite 1690, Miami, Florida 33131.

#### **ARTICLE 4. - PURPOSE**

The Corporation is organized for the purpose of engaging in any business or enterprise permitted by law.

#### ARTICLE 5. - INITIAL BOARD OF DIRECTORS

The Corporation's Board of Directors (the "Board") shall consist of not fewer than two (2) nor more than seven (7) directors, and shall initially consist of four (4) directors. The number of directors within these limits may be increased or decreased from time to time as provided for in the Bylaws of the Corporation. The names of the initial directors of the Corporation are:

Erich R. Villaseñor Maldonado - Director Alameda 2240, Santiago Centro Santiago, Chile

Alvaro Villaseñor Sanchez - Director Alameda 2240, Santiago Centro Santiago, Chile

Katherine Daniel - Director 703 NW 62<sup>nd</sup> Avenue, Suite 210 Miami, FL 33126

Mario F. Herane - Director 703 NW 62<sup>nd</sup> Avenue, Suite 210 Miami, FL 33126

#### ARTICLE 6. - REGISTERED OFFICE and INITIAL REGISTERED AGENT

The name of the initial registered agent of the Corporation is Brooks C. Miller, whose address is 200 South Biscayne Boulevard, Suite 1690, Miami, Florida 33131.

#### **ARTICLE 7. - INCORPORATOR**

The name and address of the incorporator of the Corporation is Brooks C. Miller, whose address is 200 South Biscayne Boulevard, Suite 1690, Miami, Florida 33131.

#### **ARTICLE 8. - LIMITATION ON DIRECTOR LIABILITY**

A director shall not be personally liable to the Corporation or the holders of shares of capital stock for monetary damages for breach of fiduciary duty as a director, except (I) for any preach of the duty of loyalty of such director to the Corporation or such holders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 607.0831 of the Florida Business Corporation Act (the "FBCA"), or (iv) for any transaction from which such director derives an improper personal benefit. If the FBCA is hereafter amended to authorize the further or broader elimination or limitation of the personal liability of directors, then the liability of the director of the Corporation shall be eliminated or limited to the fullest extent permitted by the FBCA, as so amended. No repeal or modification of this Article shall adversely affect any right of or protection afforded to a director of the Corporation existing immediately prior to such repeal or modification.

#### **ARTICLE 9. - INDEMNIFICATION**

The Corporation shall indemnify and advance expenses to, and may purchase and maintain insurance on behalf of, its officers and directors to the fullest extent permitted by law as now or hereafter in effect. Without limiting the generality of the foregoing, the Bylaws may provide for indemnification and advancement of expenses to officers, directors, employees and agents on such terms and conditions as the Board may from time to time deem appropriate or advisable.

#### ARTICLE 10. - BYLAWS

The Board shall have the power to adopt, amend or repeal the Bylaws of the Corporation or any part thereof.

#### ARTICLE 11. - AMENDMENT

These Articles of Incorporation may be altered, amended or repealed by the shareholders of the Corporation in accordance with the applicable provisions of Florida Law.

### ARTICLES OF INCORPORATION OF CHILE NATURAL, INC.

PAGE 3

IN WITNESS WHEREOF, the Incorporator has executed these Articles of Incorporation this 13<sup>th</sup> day of May, 2011.

Brooks C. Miller Incorporator

## CONSENT OF REGISTERED AGENT OF CHILE NATURAL, INC.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Brooks C. Miller

SEGRETARY OF STATE

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