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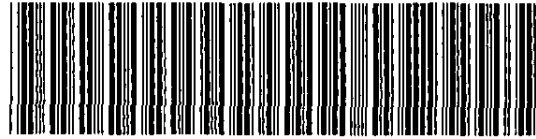
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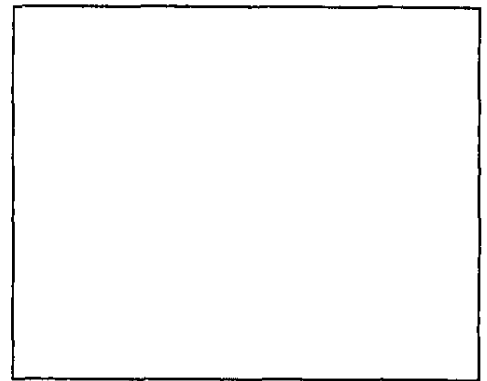
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ENTITY NAME:

PLACIOS FOODS USA, INC.

CK# 6411 FOR \$87.50

PLEASE FILE THE ATTACHED ARTICLES & RETURN THE FOLLOWING:

XXX CERTIFIED COPY

___ STAMPED COPY

XXX CERTIFICATE OF STATUS

Examiner's Initials

ARTICLES OF INCORPORATION

OF

PALACIOS FOODS USA, INC.

The undersigned hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be PALACIOS FOODS USA, INC. The address of the principal office of this corporation shall be c/o Elore Enterprise, 1055 N.W. 159 Drive, Miami Gardens, Florida 33169 and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory, or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock the corporation is authorized to have outstanding at any one time is 500 shares all of which shall be classified as common stock and have a par value of \$1.00 each.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of this corporation shall be 1500 San Remo Avenue, Suite 125, Coral Gables, FL 33146, and the name of the initial registered agent of the corporation at that address is Atrium Registered Agents, Inc.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

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ARTICLE VI. OFFICERS AND DIRECTORS

The names and addresses of the initial Officers and Directors are:

Pedro Luis Dominguez Iribarren - Director and President
c/o Elore Enterprise, 1055 N.W. 159 Drive
Miami Gardens, FL 33169

Luis Trevilla Setien - Director and Vice President
c/o Elore Enterprise, 1055 N.W. 159 Drive
Miami Gardens, FL 33169

Florencio Lazaro Galilea - Director and Secretary
c/o Elore Enterprise, 1055 N.W. 159 Drive
Miami Gardens, FL 33169

ARTICLE VII. INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is:

Robert A. Stamen, Esq.
PACKMAN, NEUWAHL & ROSENBERG
1500 San Remo Avenue, Suite 125
Coral Gables, FL 33146

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand and
seal on the 1st day of April, 2014.

PACKMAN, NEUWAHL & ROSENBERG

By: Robert A. Stamen
Robert A. Stamen, Vice President

(I submit this document and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.)

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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 DESIGNATING ITS REGISTERED OFFICE/REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the corporation is:

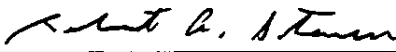
PALACIOS FOODS USA, INC.

2. The name and address of the registered agent and office is:

**ATRIUM REGISTERED AGENTS, INC.
1500 SAN REMO AVENUE
SUITE 125
CORAL GABLES, FL 33146**

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 RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE DUTIES AND OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

ATRIUM REGISTERED AGENTS, INC.

By: 
Robert A. Stamen, Vice President

Date: April 1, 2014

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