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Annual Report	, QUALIFICATION	-
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ARTICLES OF INCORPORATION

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U.S. VARIETY IMPORT & EXPORT, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLE I: NAME OF THE CORPORATION

The name of the corporation is U.S. VARIETY IMPORT & EXPORT, INC. hereinafter referred to as the "Corporation".

ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and the mailing address of the Corporation is at 15390 N.E. 6th Avenue, Ste. #301, North Miami Beach, Florida 33162.

ARTICLE III: DURATION OF THE CORPORATION

The period of duration of the Corporation shall be perpetual unless dissolved according to law.

ARTICLE IV: PURPOSE OF THE CORPORATION

The purpose for which the Corporation is organized is to engage in any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statute, as amended.

ARTICLE V: AUTHORIZED SHARES

The Corporation is authorized to issue Five Thousand (5,000) shares of common stock with a par value of \$1.00 per share. All

stock shall be of one class. The Board of Directors may authorize the issuance of such stock to such person(s) upon such terms and for such consideration as they may deem appropriate. The consideration may consist of any tangible or intangible property or benefit to the Corporation, including cash, promissory notes, services performed, promises to perform services evidenced by a written contract, or other securities of the Corporation.

ARTICLE VI: PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights. Every shareholder, upon the sale for cash of any new or reissued stock of the Corporation, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

ARTICLE VII: INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Corporation's initial registered office is 15390 N.E. 6th Avenue, Ste. #301, North Miami Beach, FloriJa 33162, and the registered agent at that office is MICHAEL RODRIGUEZ.

ARTICLE VIII: INITIAL BOARD OF DIRECTORS

The Corporation shall have four (4) directors constituting the initial Board of Directors. The number of directors may be increased or decreased from time to time by the bylaws.

The initial Board of Directors of the Corporation shall be comprised of:

MICHAEL C. RODRIGUEZ 15390 N.E. 6th Avenue, Apt. #301 North Miami Beach, Florida 33162

PAMELA RODRIGUEZ 15390 N.E. 6th Avenue, Apt. #301 North Miami Beach, Florida 33162 RICARDO RODRIGUEZ 15390 N.E. 6th Avenue, Apt. #301 15390 N.E.6th Avenue, Apt. #301 North Miami Beach, Florida 33162 North Miami Beach, Florida 33162

WAYNE RODRIGUEZ

ARTICLE IX: INCORPORATOR

The incorporator of the Corporation is as follows:

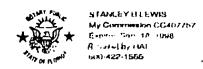
MICHAEL C. RODRIGUEZ 15390 N.E. 6th Avenue, Ste. #301 North Miami Beach, Florida 33162

IN WITNESS WHEREOF, I, MICHAEL C. RODRIGUEZ, the undersigned incorporator, has signed these Articles of Incorporation on this _____, 1995 and acknowledged day of _ the same to be my act. U Michael C. RODRIGUEZ STATE OF FLORIDA

COUNTY OF DADE

The foregoing instrument was sworn to before me this 6th day January , 1995 by MICHAEL C. RODRIGUEZ who personally appeared before me at the time of notarization, and who is personally known to me or who has produced Florida Driver's License #R362-543-40-098 as identification.

> NOTARY PUBLIC: SIGN: Stanley B. Lewer PRINT: Stawley B Lewis
> STATE OF FLORIDA AT LARGE



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

Pursuant to the provisions of Chapters 48.091 and 607.0501 of the Florida Statutes, the following is submitted, in compliance with said Acts:

First--That U.S. VARIETY IMPORT & EXPORT, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of North Miami Beach, County of Dade, State of Florida, have named MICHAEL C. RODRIGUEZ at 15390 N.E. 6th Avenue, Ste. #301, in the City of North Miami Beach, County of Dade, State of Florida, as its agent to accept service of process within this state.

-Acceptance of Agent-

ACKNOWLEDGEMENT:

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.

MICHAEL C. RODRIGUEZ

DATE: 1 (- (1)