

01/12/95 14156

FAS- CORPORATE AGENTS

(305) 592-5591

P. 001

95000003474

1/12/95

FLORIDA DIVISION OF CORPORATIONS

PUBLIC ACCESS SYSTEM

11:22 AM

((H95000000476))

ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS

FROM: FAS-T CORP. AGENTS, INC.

DEPARTMENT OF STATE

8405 NW 53RD ST

STATE OF FLORIDA

SUITE C-100

409 EAST GAINES STREET

MIAMI FL 33166-

302-

TALLAHASSEE, FL 32399

CONTACT: LIDIA FERNANDEZ

FAX: (904) 922-4000

PHONE: (305) 599-0839

FAX: (305) 592-9591

((H95000000476))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: SANTACRUZ IMPORT & EXPORT, INC.

FAX AUDIT NUMBER: H95000000476

CURRENT STATUS: REQUESTED

DATE REQUESTED: 01/12/1995

TIME REQUESTED: 11:22:31

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 5

METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$122.50

ACCOUNT NUMBER: 071001002335

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

((H95000000476))

01/12/95 14156

09:48:13 21 NOV 95

09:15:00

H95000000476

ARTICLES
OF INCORPORATION OF
SANTACRUZ IMPORT & EXPORT, INC.

We, the undersigned, hereby associate together for the purpose of becoming a corporation under the Laws of the State of Florida, by and under the provision of the Laws of said State providing for the information, liabilities, rights, privileges and immunities of a corporation for profit. - - - - -

ARTICLE I
NAME, ADDRESS AND AGENT

The name of this corporation shall be: SANTACRUZ IMPORT & EXPORT, INC. here and after referred to as the corporation). Its Principal office shall be located at: 4705 N.W. 7 ST. APT #101 BUILDING # 7 MIAMI, FL. 33126 its registered agent shall be: YERZITT MATA.

ARTICLE II
NATURE OF BUSINESS

Section 1. The general nature of the business and objects and purposes to be transacted, promote and carried on are to do any and all things hereinafter mentioned, as fully and to the same extent as natural persons might of could, viz - - - - -
A-. To carry on business in the United States of North America or any foreign Country or Countries, to buy, sell, export, lease, sub-lease, hold, procure, transport, manufacture, acquire and deal generally, both wholesale and retail, in goods and services of all type, both as principal, and agent, in any part of the world.

ARTICLE III
CAPITAL STOCK

The capital stock of the Corporation upon commencing business operations shall consist of ONE HUNDRED (100) Shares of \$ 10.00 dollars per value for incorporation purposes, each share

Prepared by: Maria V. Franco
4705 N.W. 7th St. # 101
Miami, FL 33126
(305) 592-4072

H95000000476

H95000000476

will have a nominal value set at TEN DOLLARS (\$10.00) per share as consideration. Said shares of common stock to have \$10.00 as par value, all shares to be issued fully paid and non assessable, The capital stock of this Corporation may be paid in lawfull money of the U.S.A. in property, labor or services at a fair and just valuation to be fixed by the stockholder or by the Board of directors. Determination of just value fixed by the Board of Directors is to be conclusive proof of said value.

ARTICLE IV INITIAL CAPITAL

The amount of capital with which the Corporation shall begin business shall be not less than ONE THOUSAND DOLLARS (1000.00)

ARTICLE V TERM OF EXISTENCE

The Corporation shall have perpetual existence. - - - - -

ARTICLE VI BOARD OF DIRECTORS

The Board of Directors shall consist or not less than (2) Persons.

ARTICLE VII INITIAL DIRECTORS AND OFFICERS

The name and addresses of the first Board of Directors who subject to the provisions of these articles of Incorporation, the By-Laws and the act of the Legislature approved June 1, 1925, and the acts amendatory thereto, shall hold office for the first year of the corporation's existence, or until their successors are elected and shall have qualified are the following. - - - - -

NAME	ADDRESS	TITLE
MARIA V. FRANCO	4705 N.W. 7 ST. #101 MIAMI, FL. 33126	PRESIDENT SECRETARY

H95000000476

H95000000476


ARTICLE VIII
SUBSCRIBERS

NAME	TITLE	SHARES
MARIA V. FRANCO	PRESIDENT SECRETARY	100%-

ARTICLE IX
BY-LAWS

The regulation of the business and the conduct of the affair of the corporation and the provision creating and limiting the power of the corporation, the directors and the stockholders or any class of stockholders of the corporation, shall be controlled by the By-Laws which shall be adopted by stockholders of the corporation as soon as practicable after the corporation shall be formed which said By-Laws may from time to time and whenever be necessary by amended by the Board of Directors of the Corporation IN WITNESS WHEREOF, The undersigned have made and signed these of incorporation at Miami, Florida County of Dade. - - - - -

WITNESS;



MARIA V. FRANCO
PRESIDENT
SECRETARY

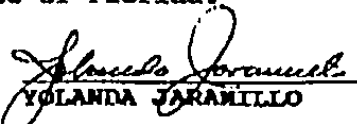
H95000000476

H95000000476

STATE OF FLORIDA)
) S.B.
COUNTY OF DADE)

I, HEREBY CERTIFY that on this day JANUARY 11, 1995 before me personally appeared the undersigned authority: MARIA V. FRANCO, AS PRESIDENT, AND SECRETARY respectively to me well known to be the person and subscriber and who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal, at Miami, County of Dade, State of Florida.


YOLANDA JARAMILLO



H94000000476

01/12/95 14:50 FAS-T CORPORATE AGENTS

(305) 592-9591

P. 006

H95000000476

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1.- The name of the corporation is:

SANTACRUZ IMPORT & EXPORT, INC.

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

YEZITT MATA
4705 N.W. 7 ST. SUITE # 101
BUILDING #7
MIAMI, FLORIDA 33126

Signature: _____

Maria V. Franco
MARIA V. FRANCO
President

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 COMPLETE 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.

Yezitt Mata
YEZITT MATA
Registered Agent

H95000000476