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FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS

FROM: FAG-T CORP. AGENTS, INC.

DEPARTMENT OF STATE

8405 NW 53RD ST

STATE OF FLORIDA

SUITE C-100

409 EAST GAINES STREET

MIAMI FL 33166-

34-0000 0

TALLAHASSEE, FL 32399

CONTACT: LIDIA FERNANDEZ

FAX: (904) 922-4000

PHONE: (305) 599-0039

FAX: (305) 592-9591

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: RIOLI TRADING COMPANY

FAX AUDIT NUMBER: H95000000495

CURRENT STATUS: REQUESTED

DATE REQUESTED: 01/12/1995

TIME REQUESTED: 15:12:41

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 4

METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$122.50

ACCOUNT NUMBER: 071001002335

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ARTICLES OF INCORPORATION

OF

RIOLI TRADING COMPANY

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE ONE

NAME

The name of the corporation is RIOLI TRADING COMPANY.

The principal place of business shall be: 6555 N.W. 36 Street, Miami, Florida 33166

ARTICLE TWO

DURATION

The term of the existence of the corporation is perpetual, commencing on the date of receipt and acknowledgment of the Articles by the Secretary of State.

ARTICLE THREE

PURPOSE

The purpose for which the corporation is organized is to engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE FOUR

CAPITAL STOCK

The aggregate number of shares that the corporation shall have the authority to issue is 1,000,000 shares of capital stock with a par value of \$0.01 per share.

ONE MILLION (1,000,000) shares of the capital stock of the corporation shall be issued for cash at a par value of \$0.01 per share. The sum of the par value of all shares of capital stock of the corporation that have been issued shall be the stated capital of the corporation at any particular time. The shares of the corporation are to be divided into classes.

Prepared by:
Felix Olivo
6555 N.W. 36 Street
Miami, Florida 33166

(305) 676-9646
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ARTICLE FIVEDIVIDENDS

The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the capital stock of the corporation.

ARTICLE SIXPREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro rata shares (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE SEVENINITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 6555 N.W. 36 Street, Miami, Florida 33166, and the name and address of the initial registered agent of the corporation is

RAMON GIL
6555 NW 36 Street
MIAMI, FL. 33166

ARTICLE EIGHTINITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the by-laws. The name and address of the initial director of this corporation is

Felix Olivo
6555 N.W. 36 Street
Miami, Florida 33166

ARTICLE NINEINCORPORATORS

The name and address of the person signing these Articles is:

Felix Olivo
6555 N.W. 36 Street
Miami, Florida 33166



WITNESS WHEREOF, the undersigned incorporator executed these Articles of Incorporation this 12 day of January, 1995

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ARTICLE TEN

ACTION BY DIRECTORS WITHOUT A MEETING

The directors of this corporation may take action by written consent as provided by law.

ARTICLE ELEVEN

MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in regular or special meetings of the Board of Directors by means of conference telephone as provided by law.

ARTICLE TWELVE

INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE THIRTEEN

AMENDMENT

The corporation reserves this right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

STATE OF FLORIDA

SS:

COUNTY OF DADE

Before me, the undersigned authority, personally appeared Felix Olivo, to me well known and known to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged to and before me that he executed said instrument for the purpose therein expressed.

WITNESS by hand and seal this day of January 1995.

NOTARY PUBLIC

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01/13/95 11:55 FAS-T CORPORATE AGENTS

(305) 592-9591

P. 005

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Signed and ated this day of January 1995. I hereby
am familiar with and accept the duties and responsibilities
as registered agent for RIOLI TRADING COMPANY.


REGISTERED AGENT
Ramon Gil

BEFORE ME, this day personally appeared FELIX OLIVO being
duly sworn, deposes and says that the statements contained
in the foregoing statement are true and correct.
SWORN TO AND SUBSCRIBED before this day of January 1995.

NOTARY PUBLIC

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