

P95000006675
STEPHANIE B. ROGERS

ATTORNEY AT LAW

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January 13, 1995

State of Florida
Department of State
Corporate Division
P.O. Box 6327
Tallahassee, FL 32314

11010013837271
-01/23/95--01093--009
****122.50 ****122.50

Re: Makro, Corp.

Dear Sirs/Mam:

Enclosed is an original and one copy of the Articles of Incorporation for the above company. Please file the original in your office and return to us a conformed copy.

We are enclosing our check in the amount of \$122.50 for the filing of the same.

Thank you for your attention in this matter.

Sincerely,

STEPHANIE B. ROGERS, ESQ.

SBR/kp

FILED
95 JAN 23 PM 3:53
TALLAHASSEE, FLORIDA

D. BROWN JAN 25 1995

ARTICLES OF INCORPORATION

of

MAKRO, CORP.

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I-NAME AND PRINCIPAL ADDRESS

The name of the corporation shall be MAKRO, CORPORATION the principal address of the corporation shall be 9441 Fountain Blue, Boulevard, #214, Miami Beach, FL 33172.

ARTICLE II-EXISTENCE

The corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE III-ACTIVITIES

The corporation is entitled to engage in any activity or business permitted under the laws of the State of Florida and the United States of America.

ARTICLE IV-STOCK

The corporation is authorized to issue the following capital stock:

<u>No. Share</u>	<u>Classification</u>	<u>Par Value</u>
100	Common	\$1.00

The shares of stock may be issued for cash, property, real or personal, or labor or services actually performed for the corporation as a just value fixed by the Board of Directors.

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CLERK OF DISTRICT COURT
SOUTHERN DISTRICT OF FLORIDA

ARTICLE V-STOCK VALUE

All said stock and value thereof are issued in accordance with Section 1244 of the Internal Revenue Code and Regulations issued thereunder, said offering of this stock under said provisions of the Internal Revenue Code to continue for a period of not greater than two (2) years from the acceptance of these Articles of Incorporation by the State of Florida.

ARTICLE VI- INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 9441 Fountain Blue, Boulevard, #214, Miami Beach, FL 33172. and the name of the initial registered agent at that address is FRANK RAMIREZ.

ARTICLE VII-BOARD OF DIRECTORS

The corporation shall have one director initially. The number of directors may be increased or decreased from time to time thereafter in accordance with the bylaws of the corporation but shall never be less than one. The name and street address of the initial director of this corporation is:

FRANK RAMIREZ
9441 Fountain Blue Boulevard
#214
Miami, FL 33172

ARTICLE VIII-INCORPORATOR

The name and address of the incorporator of the corporation is FRANK RAMIREZ, 9441 Fountain Blue, Boulevard, #214, Miami Beach, FL 33172.

ARTICLE IX-INITIAL OFFICERS

The names and addresses of the initial Officers of this Corporation are:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
FRANK RAMIREZ	9441 Fountain Blue Boulevard #214 Miami, FL 33172	President

ARTICLE X-INDEMNIFICATION OF OFFICERS

The Corporation shall indemnify any and all Officers or Directors, or any former Officer or Director, to the full extent permitted by law for all acts done on behalf of the Corporation.

ARTICLE XI-SHAREHOLDER PROPERTY

Private property of the shareholders shall not be subject to the payment of the corporation's debts. The corporation shall have first lien on the share of its shareholders and upon the dividend due them for any indebtedness of the shareholders to the corporation.

ARTICLE XII-CORPORATE POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act and its amendments and modification.

The Board of Directors and the Shareholders, by a majority vote, shall have the power to adopt, alter, amend or repeal the bylaws of this Corporation.

IN WITNESS WHEREOF, the undersigned, as incorporator,
heroby execute these Articles of Incorporation this 18 day of
January, 1995

Frank Ramirez
Frank Ramirez

STATE OF Florida)
 SS
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared
FRANK RAMIREZ to me well known and known to me to be the person
described in, and have produced his Drivers License as
identification and who executed the foregoing instrument, and
acknowledged to and before me that the instrument was executed for
the purposes therein expressed.

WITNESS my hand and official seal this 18 day of
JANUARY, 1995.

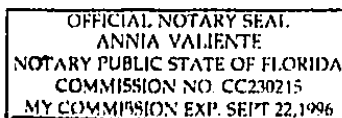
Annia Valiente
Notary Public, State of
Florida at Large

Annia Valiente
Written name of Notary

1401 NW 17 Ave
Address of Notary
Miami, FL 33125

CC230215
Commission Number/Notary

My Commission expires:



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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First, That MAKRO, CORPORATION 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 Miami County of Dade, State of Florida has named Frank Ramirez located at 9441 Fountain Blue Boulevard, #214, City of Miami, County of Dade, State of Florida, 33172 as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By: Frank K Ramirez
Resident Agent
Frank Ramirez

FILED
95 JAN 23 PM 3:53
TALLAHASSEE, FLORIDA