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ISELA H. MONTEAGUDO

175 FONTAINEBLEAU BLVD, STE 2KS MIAMI, FLORIDA 33172 CER*

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	OTHER FILINGS	REGISTRATION/ QUALIFICATION	
	Annual Report	Foreign	
	Fictitious Name	Limited Partnership	
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ARTICLES OF INCORPORATION

OF

V.M.A. INTERNATIONAL COMMERCE, INC.



The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a comporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be:

V.M.A. INTERNATIONAL COMMERCE, INC.

The principal place of business of this corporation shall be 8401 N.W. 8 Street, Apt. 203, Miami, Fl 33126.

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 that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having \$1 par value per share.

ARTICLE IV - ADDRESS

The street address of the initial registered office of the corporation shall be 8401 N.W. 8 Street, Apt. 203, Miami, Fl 33126, and the name of the initial registered agent of the corporation at that address is Judith Suarez.

ARTICLE V - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI - OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successors are appointed is:

Alejandro I. Morales President/Director

Apartado Postal 2300 Managua, Nicaragua

ARTICLE VII - INCORPORATOR

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

> Alejandro I. Morales Apartado Postal 2300 Managua, Nicaragua

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this twentieth day of January 1905.

STATE OF FLORIDA) COUNTY OF DADE

BEFORE ME, a notary public authorized to acknowledgements in the state and county set forth above, personally appeared Alejandro I. Morales, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed same.

IN WITNESS WHEREOF, I have hereunder set my hand and affixed my official seal, in the state and county aforesaid this 20th day of January 1995.

STATE OF FLORIDA AT LARGE

My commission expires:

NOTARY PUBLIC STATE OF FLORIDA MY COMMISSION EXP. MAY 14,1995 BONDED THRU GENERAL INS. UND.

CERTIFICATE DESIGNATING THE ADDRESS AND ASSET ARY OF STATE AN AGENT UPON WHOM PROCEEDS MAY BE SERVEDED TO THE STATE OF S

WITNESSETH:

That V.M.A. INTERNATIONAL COMMERCE, INC., desiring to organize under the laws of the state of Florida, which will have its principal office in the County of Dade, State of Florida, has appointed Judith Suarez of 8401 N.W. 8th Street, Apt. 203, Miami, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named by the first Board of Directors of V.M.A. International Commerce, Inc., to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in the capacity of Registered Agent for said corporation, and agree to comply with the applicable provision of the Florida Statutes, this twentieth day of January 1995.

Registered Agent