

P95000016248

February 22, 1995

DIVISION OF CORPORATION
P.O. Box 6327
Tallahassee, Fl. 32314

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-02/27/95--01070--021
****122.50 ****122.50

Gentleman:

Enclosed are the Articles of Incorporation for G.M Aromatics, Inc. and a check in the amount of \$122.50 that cover filing fees, certified copy and registered agent designation.

Truly yours,



Eduardo Viera
2490 N.W. 32 Street
Miami, Fl. 33142

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 FEB 27 AM 10:21

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CERTIFICATE OF INCORPORATION
OF

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 FEB 27 AM 10:21

G.M. Aromatics, Inc.

We, the undersigned, do hereby associate ourselves together and subscribe this Certificate of Incorporation for the purpose of forming a corporation under the laws of the State of Florida, and subject to the following provisions;

ARTICLE ONE
=====

The name of the corporation shall be:

G.M. Aromatics, Inc.

ARTICLE TWO
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The corporation may engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE THREE
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The maximum number of shares of stock which the corporation shall have outstanding at any time, shall be 1,000 Shares of stock which shall be common stock of a par value of \$ 1.00 Dollars per share. All or any part of the capital stock may be paid for either in lawful monies of the United States of America, or in services, at a true valuation thereof.

ARTICLE FOUR
=====

This corporation shall begin business with a minimum capital of the amount of \$ 500.00 Dollars.

ARTICLE FIVE
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This corporation shall have a perpetual existence.

ARTICLE SIX

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The principal office of the corporation shall be located at 2490 N.W. 32 Street Miami, Florida 33142

Other offices for the transaction of business may be located wherever the Directors may deem necessary or expedient.

ARTICLE SEVEN

=====

The business of the corporation shall be managed by a Board of Directors, who need not be stockholders of the corporation. The number of Directors, not less than one, shall be fixed by resolution of the stockholders at any regular or special meeting, subject to the manner of holding such meetings prescribed by the by-laws.

ARTICLE EIGHT

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The names and post office addresses of the members of the First Board of Directors and the officers who shall hold office for the first year of existence of the corporation or until their successors are elected or appointed and have qualified, are as follows:

BOARD OF DIRECTORS

=====

Name	Address
Eduardo Viera	2490 N.W. 32 Street Miami, Fl. 33142

OFFICERS

=====

Name	Address	Title
Eduardo Viera	2490 N.W. 32 Street Miami, Fl. 33142	President Treasurer

ARTICLE NINE
=====

The names and post office addresses of each of the subscribers to this certificate of Incorporation and the number of shares of stock which each subscriber agrees to take, are as follows:

Name	Address	No. of Shares
Eduardo Viera	2490 N.W. 32 Street Miami, Fl. 33142	500

ARTICLE TEN
=====

This corporation shall have full power to carry on and transact each or all of the businesses enumerated in Article Two of the Certificate, and shall have all the general and additional powers now and hereafter conferred upon it by law.

ARTICLE ELEVEN
=====

This corporation shall have the power to issue the whole or any part, determined by the Board of Directors, of the shares of the capital stock as partly paid, subject to calls thereon until the whole thereof shall have been paid.

ARTICLE TWELVE
=====

Upon election a Board of Directors by the stockholders, such Board of Directors shall manage the business affairs of this corporation without the necessity of further authority from the stockholders, except as by law or in this certificate otherwise provided: any action of such Board of Directors may be rescinded, or any officer or director removed from office, only upon a vote of stockholders holding a majority of the stock of the corporation which may at such time be actually issued unless otherwise provided by the by-laws of the Board of Directors. All holders of common stock of this corporation shall be entitled to vote the same in the manner provided by law whether said stock be fully or partially paid unless otherwise determined by the Board of Directors at or before the time of issuance thereof.

[illegible]

2490 N.W. 32 Street Miami, Fl. 33142

IN WITNESS WHEREOF, the undersigned incorporators have here-unto set their hands and affixed their seals this 24 day of February, 1995

E. Viera (SEAL)

BEFORE ME, the undersigned authority, duly authorized to administer oaths and take acknowledgements, personally appeared;

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, said County and State, this 24 day of February, 19 95.

My commission expires:

NOTARY PUBLIC, STATE OF FLORIDA.
MY COMMISSION EXPIRES: Jan 5, 1995.
BONDED THRU NOTARY PUBLIC UNDERWRITERS.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS 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 Eduardo Viera 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

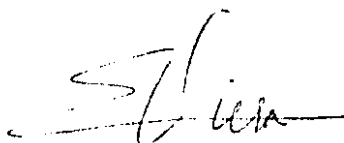
State of Florida, has named Eduardo Viera

located at 2490 N.W. 32 Street Miami, Fl. 33142
(Street address and number of building- Post
Office Box address not acceptable)

City of Miami County of Dade
State of Florida, as its agent to accept service of process
within this State.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

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.



(Registered Agent)