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2/06/95

FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
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TALLAHASSEE, FL 32399

FROM: CORPORATE CREATIONS INTERNATIONAL IN
401 OCEAN DR
SUITE 312
MIAMI BEACH FL 33139-0000

FAX: (904) 922-4000

CONTACT: JOHNNY C RODRIQUEZ

PHONE: (305) 672-0686

FAX: (305) 672-9110

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: COMPANIA DE REPRESENTACIONES INC.

FAX AUDIT NUMBER: H95000001517

CURRENT STATUS: REQUESTED

DATE REQUESTED: 02/06/1995

TIME REQUESTED: 18:46:31

CERTIFIED COPIES: 0

CERTIFICATE OF STATUS: 1

NUMBER OF PAGES: 4

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ACCOUNT NUMBER: 073171003004

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FLORIDA DEPARTMENT OF STATE
Sandra B. Northam
Secretary of State

March 8, 1995

CORPORATE CREATIONS INTERNATIONAL INC.

MIAMI BEACH, FL 33139

SUBJECT: COMPANIA DE REPRESENTACIONES INC.
REF: W95000005141

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Teresa Brown
Corporate Specialist

FAX Aud. #: H95000001517
Letter Number: 595A00010433

Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

*English Translation: Company of Representations
Tax.*

**Articles of Incorporation
of
Compañia de Representaciones Inc.**

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FILED
95 MAR -8 PM 4:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I. Name

The name of this Florida corporation is Compañia de Representaciones Inc.

Article II. Address

The mailing address of the Corporation is:

Compañia de Representaciones Inc.
1450 Madruga Avenue, Suite 304
Coral Gables, FL 33146

Article III. Capital Stock

The Corporation shall have the authority to issue 2000 shares of common stock, par value \$.01 per share.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:

Corporate Creations Enterprises Inc.
4521 PGA Boulevard, Suite 211
Palm Beach Gardens, FL 33418

Article V. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the

H95000001517

Corporate Creations International Inc.
401 Ocean Drive, Suite 312
Miami Beach, FL 33139
(305) 672-0886

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Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law. The name of each initial member of the Corporation's Board of Directors is:

Robert A. Parra
Ricardo F. Parra
Eduardo J. Parra

Article VI. Incorporator

The name and address of the incorporator is:

Corporate Creations International Inc.
401 Ocean Drive, Suite 312
Miami Beach, FL 33139

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective as of March 8, 1995.

The authorized representative of the incorporator executed these Articles of Incorporation on March 8, 1995.

Corporate Creations International Inc.

By: 

Johnny C. Rodriguez, Vice President

Corporate Creations International Inc.
401 Ocean Drive, Suite 312
Miami Beach, FL 33139
(305) 672-0686

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

CORPORATION:

Compañia de Representaciones Inc.

REGISTERED AGENT:

Corporate Creations Enterprises Inc.
4521 PGA Boulevard, Suite 211
Palm Beach Gardens, FL 33418

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

Corporate Creations Enterprises Inc.

By:

Johnny C. Rodriguez
Johnny C. Rodriguez, Vice President

Date: March 8, 1995

FILED
MAR -8 PM 4:01
CLERK OF DISTRICT COURT
MIAMI BEACH, FLORIDA

Corporate Creations International Inc.
401 Ocean Drive, Suite 312
Miami Beach, FL 33139
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4000

FROM: CORPORATE CREATIONS INTERNATIONAL INC.

ACCT#: 073171003004

CONTACT: JIMMY C. REYNOLDS

PHONE: (305)672-0686

FAX #: (305)672-9110

NAME: COMPANIA DE REPRESENTACIONES INC.

AUDIT NUMBER.....H97000010239

DOC TYPE.....DISSOLUTION

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6/26/97

Vol. Diss.

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MIAMI OFFICE

PAGE 01

6/20/97

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TO: DIVISION OF CORPORATIONS FAX #: (904)922-4000
FROM: CORPORATE CREATIONS INTERNATIONAL INC. ACCT#: 073171003004
CONTACT: JENNIFER S. GARRISON *Brian Evans*
PHONE: (305)672-0686 FAX #: (305)672-9110

NAME: COMPANIA DE REPRESENTACIONES INC.
AUDIT NUMBER.....H97000010239
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CERT. OF STATUS..0 PAGES..... 2
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FLORIDA DEPARTMENT OF STATE
Sandra H. Northam
Secretary of State

June 25, 1997

COMPANIA DE REPRESENTACIONES INC.
9300 S. DADELAND BOULEVARD
SUITE 512
MIAMI, FL 33156

SUBJECT: COMPANIA DE REPRESENTACIONES INC.
REF: 895000019024

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Darlene Connell
Corporate Specialist

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ARTICLES OF DISSOLUTION

Article I

The name of this Florida corporation is **Compañia de Representaciones Inc.**

Article II

The Corporation's dissolution was authorized on June 13, 1997.

Article III

The Corporation's dissolution was authorized by its shareholders, and the number of votes cast for dissolution was sufficient for approval. The Corporation shall pay or make reasonable provision to pay all claims and obligations known to the Corporation. After known claims and obligations are paid, any remaining funds shall be distributed to the shareholders of the dissolved Corporation.

Article IV

The dissolution of the Corporation will be effective when these Articles of Dissolution are filed with the Florida Department of State.

The undersigned executed this document on the date shown below.

Compañia de Representaciones Inc.

By: 

Printed Name: **ROBERT A. DARIA**

Printed Title: **President**

Date: **6/22/97**

Corporate Creations International Inc.
401 Ocean Drive #312 (Door Code 125)
Miami Beach FL 33139-8629
(305) 672-0886

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97 JUN 25 PM 4: 01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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