

CORPORATION INFORMATION
SERVICES, INC.
1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0393 FAX

800-342-8086

P95000020832

CSC networks

MAIL TO:
P.O. BOX 5828
TALLAHASSEE, FL 32314

ACCOUNT NO. : 072100000032

REFERENCE : 558801 81188A

AUTHORIZATION :

Patricia Pizito

COST LIMIT : \$ 122.50

ORDER DATE : March 10, 1995

ORDER TIME : 2:05 PM

200001427212

ORDER NO. : 558801

CUSTOMER NO: 81188A

CUSTOMER: Mr. Reynold Heraux
REYDDY CORPORATION

15343 S.w. 42nd Terrace

Miami, FL 33185

DOMESTIC FILING

P95000020832

NAME:

TIO REY, INC.
(Unite Rey, Inc.)

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS:

TL
3-13-95
02/A

RECEIVED
MAR 10 PM 3:17
DIVISION OF CORPORATION

FILED
95 MAR 14 AM 9 13
TALLAHASSEE, FL 32301

0595-5492
02250-510-1671



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

95 MAR 14 11 12 AM '95

March 13, 1995

CORPORATION INFORMATION SERVICES INC.
1201 HAYS ST.
TALLAHASSEE, FL 32301

SUBJECT: TIO REY INC.
Ref. Number: W95000005472

Resubmit

We have received your document for TIO REY INC. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

Please provide an English translation for the entity's name in your cover letter.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6930.

Tim Murphy
Corporate Specialist

Letter Number: 495A00011004

ARTICLES OF INCORPORATION

OF

TIO REY INC.

FILED
95 MAR 14 AM 9:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned incorporator of this corporation under chapter 607, Florida Statutes, as amended, adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation is: TIO REY INC.

ARTICLE II - PURPOSE

The general nature of this business to be conducted by this corporation is :

- 1-Wholesale dry good merchandise of all kinds.Broker.
- 2-To employ,hire and appoint corporations,firms and individuals in any and all parts of the world to act as agents in such capacity and on such conditions as may be determined from time to time by the Board of Directors.
- 3-To acquire by purchase,lease or otherwise,and operate vehicles or equipment of every description.
- 4-To purchase,lease or otherwise acquire,equip,hold,own,improve, develop,manage,maintain,control,operate,lease,mortgage,create security interest in,create liens upon,sell,convey,dispose of and turn to account any and all property,real and personal, improved and unimproved of every kind and description,incidental to,connected or suitable,necessary or convenient for any of the purposes enumerated herein,including all or any part or parts of properties,assets,business and goodwill of any persons,corporations or associations.
- 5-To carry on any other business or enterprise which may be carried on or exercised by a corporation organized under 607,Florida Statutes,as amended,except a banking,safe deposit,trust,insurance surety,express,railroad,canal,telephone or cementary company,a building and loan association,fraternal benefit society,state fair or exposition.
- 6-To import and export merchandise of all kinds.

ARTICLE III - CAPITAL STOCK

The maximum number of shares which this corporation is authorized to have outstanding at any time is 5000 shares of common stock having a par value of \$ 1.00.The board of directors may authorize the issuance of such stock to such persons upon terms and for such consideration as they may deem appropriate.The consideration may

include money or other property shall be received at just valuation to be fixed by the Board of Directors of the corporation. All such stock when issued shall be fully paid for and exempt from assessment.

ARTICLE IV - DURATION

This corporation shall have perpetual existence.

ARTICLE V - PRINCIPAL PLACE OF BUSINESS

The principal office of this corporation shall be :
13710 f S.W. 56 STREET # 146 , MIAMI, FL 33175
or other such place as may be designated by the Board of Directors.

ARTICLE VI - DIRECTORS

The initial Board of Directors shall consist of 2 member(s). The number of directors may be increased or decreased from time to time by vote of the stockholders, but in no case shall the number of directors be less than one. Said directors shall be of full age and at least one of them be a citizen of the United States. Any director may be removed without cause at any annual meeting of the stockholders where a quorum is present in person or proxy.

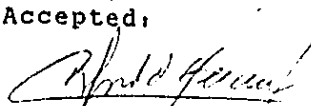
ARTICLE VII - INITIAL OFFICERS

The name and address of the member(s) of the first Board of Directors is/ARE:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
REYNOLD HERAUX	President and Secretary	15343 S.W. 42 TER MIAMI, FL 33185
ASTRID R. ROY	Vice-President	15343 S.W. 42 TER MIAMI, FL 33185

ARTICLE VIII - INITIAL REGISTERED AGENT

The initial registered agent of the corporation to accept service of process within the State of Florida is designated as REYNOLD HERAUX, at 9400 s Dadeland Blvd # 330 Miami, Florida 33156
Accepted:



REYNOLD HERAUX

ARTICLE IX - MANAGEMENT BY SHAREHOLDERS

All corporate power shall be exercised exclusively by or under the authority of the shareholders, and the business and affairs of this Corporation shall be managed under the direction of the shareholders. The shareholders shall elect the following officers: a President, a Treasurer, and a secretary, and as many Vice-Presidents, Assistant Treasurer as the shareholders, from time to time, deem advisable, provided that any one or more of said officers may be held by the same person, except the offices of President or Vice-President shall not be held by the secretary or any assistant Secretary of the corporation.

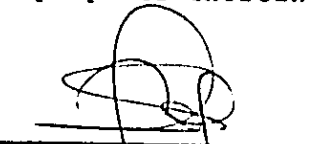
The annual meeting of the Corporation shall be held on such date as is provided in the Bylaws of the Corporation, which said Bylaws may be amended at any time in accordance with their provisions. The incorporator shall manage the business of the Corporation until there are issued and outstanding shares of stock standing in the names of the shareholders of record.

ARTICLE X - UNANIMOUS CONSENT

The shareholders, by unanimous consent evidence by a writing include among the minutes of the Corporation, may agree to the doing of any act, and such consent in writing as aforesaid shall have the same force and effect as though a formal meeting had been pursuant to a call being duly made, and as though the said act had been done and authorized at a meeting at which a quorum had been present.

IN WITNESS WHEREOF, the persons named below have hereby executed these ARTICLES OF CORPORATION for the uses and purposes therein stated on this day of , 19


REYNOLD HERAUX


ASTRID R. ROY

I, HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared REYNOLD HERAUX and ASTRID R. ROY, to me known to the person(s) described as subscriber to the foregoing ARTICLES OF INCORPORATION in and executed the same freely and voluntarily for the uses and purposes therein expressed.

NOTARY SIGNATURE.

Henry Public, State of Florida
 My Commission Expires Oct. 26, 1998
 Shaded Blue Long John - Birmingham Ala
 CC143891

REYNOLD HEAUX
FL DL H 620 720 37 165-0
R ASTRID ROY
FL DL 900672164 7980

REGISTERED AGENT

In pursuance of chapter 48.092, Florida Statutes, the following is submitted in compliance with said Act.

That TIO REY INC.

desiring to organize under the laws of the State of Florida, with its principal office at indicated in the ARTICLES OF INCORPORATION AT THE CITY OF MIAMI, County of Dade, State of Florida has named REYNOLD HERAUX located at 9400 S Dadeland blvd #330 Miami, State of Florida, as its agent to accept service of process within the State.


REYNOLD HERAUX

STATE OF FLORIDA
COUNTY OF DADE

I, HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the state and county above named, to take acknowledgment, personally appeared REYNOLD HERAUX to me well known to be the person described in and who executed the foregoing Registered Agent Certificate and acknowledged before me that he subscribed to said Certificate.

WITNESS my hand and official seal in the County and State above named this 6 day of March, 1995

My commission expires:

Notary Public, State of Florida
My Commission Expires Oct. 26, 1995
Bonded thru Troy Paine - Insurance Co.
CL142881

FILED
95 MAR 14 PM 9 13
TALAMAS, FLORIDA
SECRETARY OF STATE