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6/20/95

FLORIDA DIVISION OF CORPORATIONS
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((H95000006869))

ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399

FROM: FAB-T CORP. AGENTS, INC.
8405 NW 53RD ST
SUITE C-100
MIAMI FL 33166- 1-

CONTACT: LIDIA FERNANDEZ
PHONE: (305) 599-0839
FAX: (305) 592-9591

FAX: (904) 922-4000

((H95000006869))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: PERDU HOLDING CORP.

FAX AUDIT NUMBER: H95000006869

CURRENT STATUS: REQUESTED

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** ENTER 'M' FOR MENU. **

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--KEY--

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
95 JUN 20 PM 6:36
FILED

6/20/95

6:04 PM 06/20/95

06/20/95

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**ARTICLES OF INCORPORATION
OF
PERDU HOLDING CORPORATION**

FILED
95 JUN 20 PM 6:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED INCORPORATOR, FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA GENERAL CORPORATE ACT, HEREBY ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION.

ARTICLE I: NAME

THE NAME OF THE CORPORATION SHALL BE: PERDU HOLDING CORPORATION

ARTICLE II: NATURE OF THE BUSINESS

THIS CORPORATION MAY ENGAGE IN OR TRANSACT ANY OR ALL LAWFUL ACTIVITIES OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES, THE STATE OF FLORIDA, AND ANY OTHER STATE, COUNTRY, TERRITORY OR NATION. THE PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS OF THIS CORPORATION SHALL BE:

3821 EAST 4TH AVENUE
HIALEAH, FLORIDA 33010

ARTICLE III: CAPITAL STOCK

THE AGGREGATE NUMBER OF SHARES OF STOCK AND ITS PAR VALUE THAT THIS CORPORATION IS AUTHORIZED TO ISSUE AND HAVE OUTSTANDING AT ANY ONE TIME IS: 1,000 SHARES OF COMMON STOCK, PAR VALUE \$ 1.00 PER SHARE.

ARTICLE IV: TERM OF EXISTENCE

THIS CORPORATION SHALL EXIST PERPETUALLY.

Prepared by: Guillermo Andrade
520 Biltmore Way
Coral Gables, FL 33134
(305) 444-8800

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06/20/95 15:59 PAS-T CORPORATE AGENTS

(305) 592-9591

P. 003

FROM: RONDOLFO MENDOZA

PHONE NO.: 305 444 8888

Jun. 28 1995 02:15PM P3

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ARTICLE V: OFFICERS AND DIRECTORS

THE NAMES AND STREET ADDRESSES OF THE INITIAL OFFICERS AND DIRECTORS, WHO SHALL HOLD OFFICE THE FIRST DAY OF THE CORPORATION'S EXISTENCE UNTIL THEIR SUCCESSORS ARE ELECTED ARE:

PRESIDENT: DOMINGO PEREDA
SSN 338-58-1195
14385 SW 100 LANE
MIAMI, FLORIDA 33186

SECRETARY AND VICE-PRESIDENT: RONY DUQUE
529 SW 109 AVENUE
MIAMI, FLORIDA 33174

ARTICLE VI: INCORPORATOR

THE NAME AND STREET ADDRESS OF THE INCORPORATOR TO THESE ARTICLES OF INCORPORATION IS:

DOMINGO PEREDA
SSN 338-58-1195
14385 SW 100 LANE
MIAMI, FLORIDA 33186

IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS 20TH DAY OF JUNE OF 1995.

SIGNATURE OF INCORPORATOR

Domingo Pereda

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

THE FOREGOING INSTRUMENT WAS ACKNOWLEDGED AND SWORN TO BEFORE ME THIS 20TH DAY OF JUNE OF 1995 BY DOMINGO PEREDA OF PERDU HOLDING CORPORATION.

NOTARY PUBLIC

Guillermo Andrade

MY COMMISSION EXPIRES: _____



GUILLERMO ANDRADE
My Comm Exp. 12/01/98
Bonded By Service Inc
No. CC423968
[Notary Seal] 1106128

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06/20/95 15:59 FAS-T CORPORATE AGENTS (305) 592-9591 P. 004
FROM : FRUNDEBERNANCEZ PHONE NO. : 305 444 8800 Jun. 20 1995 07:16PM PM
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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OF THE FLORIDA STATUTES, THE UNDERSIGNED CORPORATION SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/AGENT, IN THE STATE OF FLORIDA.

1. THE NAME OF THE CORPORATION IS: PERDU HOLDING CORPORATION.
2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS:
DOMINGO PEREDA
SSN 338-52-1198
14385 SW 100 LANE
MIAMI, FL 33186

SIGNATURE: *Domingo Pereda*
DOMINGO PEREDA, PRESIDENT

DATE: JUNE 20, 1995

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Domingo Pereda
DOMINGO PEREDA, REGISTERED AGENT

DATE: JUNE 20, 1995

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