

P95000059087

LETTER OF TRANSMITTAL

To: Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

In Re: **CORALENE IMPORT CORP.**

SECRETARY OF STATE
-07/28/95--01185--0118
*****70.00 *****70.00

Gentlemen;

Enclosed please find the original and one copy of the Articles of Incorporation for CORALENE IMPORT CORP., together with my check for \$ 70.00.

This represents the cost of the Filing Fees, and the fee for Registered Agent Designation for the above named Corporation.

Sincerely,

CORALENE IMPORT CORP.
John Sanabria
10128 Vista Pointe Dr.
Tampa, Florida 33635
813-891-1602

FILED
1995 JUL 28 AM 10:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

R CHESSEY AUG 1 1995

ARTICLES OF INCORPORATION
of
CORALENE IMPORT CORP.

The undersigned subscriber(s) to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the Florida Business Corporation Act.

ARTICLE I CORPORATE NAME

The name of the corporation shall be:

CORALENE IMPORT CORP.

ARTICLE II DURATION

This corporation shall exist perpetually unless dissolved according to the Laws of the State of Florida.

ARTICLE III PURPOSE

The corporation is hereby organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV INITIAL REGISTERED OFFICE AND AGENT

The principal office address of said corporation shall be:

10128 Vista Pointe Dr.
Tampa, Florida 33635

The mailing address of said corporation shall be:

Same

The name and street address of the Initial Registered Agent of this corporation is:

John Sanabria
10128 Vista Pointe Dr.
Tampa, Florida 33635

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CORALENE IMPORT CORP.
TAMPA, FLORIDA

ARTICLE V CAPITAL STOCK

The corporation is authorized to issue One Hundred (100) shares of Common Stock which shall be designated "Common Shares". All or any part of said shares may be issued by this corporation from time to time and for such consideration as may be determined upon or fixed by the Board of Directors, as provided by law.

ARTICLE VI INITIAL BOARD OF DIRECTORS

This corporation shall have two director(s) initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one (1). The name(s) and address(es) of the initial director(s) of this corporation are as follows:

John Sanabria, President
10128 Vista Pointe Dr. Tampa, Florida 33635
Sandra Margarita Del Carmen, Vice President
Edificio Madrigal #601 Calle Bouquet Cartagena Colombia

ARTICLE VII INCORPORATORS

The name(s) and address(es) of the incorporator(s) signing these Articles of Incorporation are as follows:

John Sanabria, President
10128 Vista Pointe Dr. Tampa, Florida 33635
Sandra Margarita Del Carmen, Vice President
Edificio Madrigal #601 Calle Bouquet Cartagena, Colombia

ARTICLE VIII INDEMNITY

Directors of the corporation shall not be liable to either the corporation or its stockholders for monetary damages for a breach of fiduciary duties unless the breach is one which invokes:

- (a) a director's duty of loyalty to the corporation or its stockholders;
- (b) any acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law;
- (c) liability for unlawful payments of dividends or unlawful stock purchases or redemption by the corporation;
- (d) a transaction from which the director derived an improper personal benefit.

IN WITNESS WHEREOF, under penalty of perjury, the undersigned subscriber(s) have executed these Articles of Incorporation this 25 day of July 1995.

John Savak
Signature

Signature

Signature

Signature

**CERTIFICATE AND ACKNOWLEDGMENT
OF REGISTERED AGENT**

***CERTIFICATE OF REGISTERED AGENT
OF***

CORALENE IMPORT CORP.

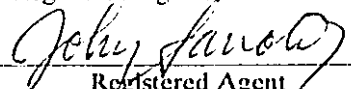
Pursuant to the provisions of section 607.0501 or 617.0501 Florida Statutes, the undersigned corporation organized under the laws of the State of Florida, submits the following statement in designating the Registered Agent/Registered Office in the State of Florida.

The name and address of the of the Registered Agent and Office is as stated immediately below:

John Sanabria
10128 Vista Pointe Dr.
Tampa, Florida 33635

ACKNOWLEDGMENT

I having been named as Registered Agent and to accept service of process for the above-stated corporation, at the place designated in this certificate, I, John Sanabria, hereby accept the appointment as Registered Agent and agree to act in this capacity. I, John Sanabria, 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.



Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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LETTER OF TRANSMITTAL

To: Secretary of State
Division of Corporations
P O. Box 6327
Tallahassee, FL 32314

In Re: CORALENE IMPORT CORP.

Gentlemen;

Enclosed please find the original and one copy of the Articles of Amendment to the Articles of Incorporation for CORALENE IMPORT CORP., together with my check for \$ 35.00.

This represents the cost of the Amendment Filing Fees for the above named Corporation.

Sincerely,
CORALENE IMPORT CORP.
John Sanabria
5011-G W. Hillsborough Ave.
Tampa, Florida 33634
813-891-1602

200001089292
-03/20/85--01039--007
*****35.00 *****35.00

C. E. S. - 028 + RA + 98 add. ✓
[Signature]

FILED
95 SEP 20 AM 8:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF

CORALENE IMPORT CORP.

FILED
95 SEP 20 AM 8:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST

The Articles to be amended are as follows:

Article IV

Specific area in which said Amendments shall occur are as follows:
The Principal and Registered Office address of said corporation shall be:

5011-G W. Hillsborough Ave.
Tampa, Florida 33634

Article VI

The Vice Presidents Name shall be corrected as follows:
From: Sandra Margarita Del Carmen to Sandra Margarita Del Carmen Rios Monroy

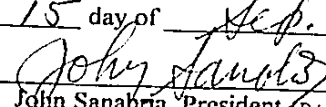
SECOND

The Date of each Amendment's adoption is September 11, 1995.

THIRD

The Amendments stated herein were adopted by the Board of Directors without shareholder action and shareholder action was not required.

Acknowledged and signed this 15 day of Sep. 1995


John Sanabria, President/Director
5011-G W. Hillsborough Ave.
Tampa, Florida 33634