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CORPORATIONS

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

CONTACT: JOHNNY C RODRIGUEZ
PHONE: (305) 672-0686
FAX: (305) 672-9110

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: MADEIRA BAKERY CORP.

FAX AUDIT NUMBER: H95000008789

CURRENT STATUS: REQUESTED

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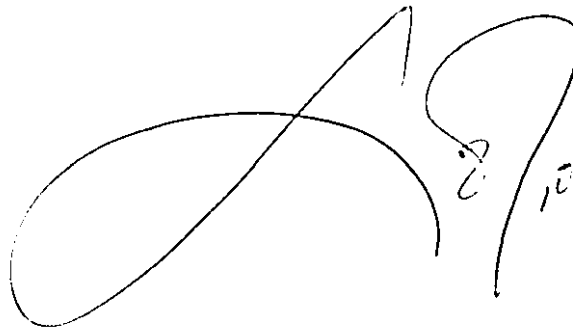
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Articles of Incorporation
of
Madelein Bakery Corp.

EFFECTIVE DATE
8-9-95

Article I. Name

The name of this Florida corporation is Madelein Bakery Corp.

Article II. Address

The mailing address of the Corporation is:

Madelein Bakery Corp.
1610 SW 89th Place
Miami, FL 33166

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TALLAHASSEE, FLORIDA

Article III. Capital Stock

The Corporation shall have the authority to issue 100 shares of common stock, par value \$1.00 per share.

Article IV. Registered Agent

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

Luis Agramunt
80 SW 8th Street, Suite 2000
Miami, FL 33130

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

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80 SW 8th Street, Suite 2068
Miami, FL 33130
(305) 373-5802

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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:

Jose A. Altabas
Marla J. Gil
Maria Berrocal
Jaime Garolera

Article VI. Incorporator

The name and address of the incorporator is:

International Company Formation, Inc.
80 SW 8th Street, Suite 2068
Miami, FL 33130

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective as of August 09, 1995.

The authorized representative of the incorporator executed these Articles of Incorporation on August 09, 1995.

International Company Formation, Inc.


Luis Agramunt, President

By: Johnny C. Rodriguez, as attorney-in-fact

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International Company Formation, Inc.
80 SW 8th Street, Suite 2068
Miami, FL 33130
(305) 373-5802

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

CORPORATION:
Madelein Bakery Corp.

REGISTERED AGENT:
Luis Agramunt
80 SW 8th Street, Suite 2000
Miami, FL 33130

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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.

Luis Agramunt


By: Johnny C. Rodriguez, as attorney-in-fact

Date: 8/9/95

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