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TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
DEPARTMENT OF STATE 1492 W FLAGLER ST
STATE OF FLORIDA SUITE 200
409 EAST GAINES STREET MIAMI FL 33135- 9-0000
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(((H95000009917))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: MARES LATINA INC.
FAX AUDIT NUMBER: H95000009917 CURRENT STATUS: REQUESTED
DATE REQUESTED: 09/06/1995 TIME REQUESTED: 16:59:25
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
NUMBER OF PAGES: 8 METHOD OF DELIVERY: FAX
ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 072450003255

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Latin Mares Inc

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 7, 1995

EMPIRE CORPORATE KIT COMPANY
1492 W. FLAGLER STREET
SUITE 200
MIAMI, FL 33135

SUBJECT: MARES LATINA INC.
REF: W95000018020

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

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

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

The designation of the registered office and the registered agent, both at the same Florida street address, must be contained within the document pursuant to Florida Statutes. The registered agent must sign accepting the designation as required by Florida Statutes.

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) 487-6927.

Kathy Hyman
Document Specialist

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

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ARTICLES OF INCORPORATION

OF

MARES LATINA INC. (LATIN MARES INC.)

THE UNDERSIGNED INCORPORATORS to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I

NAME OF CORPORATION

The name of this Corporation shall be:

MARES LATINA INC.

ARTICLE II

TERM OF EXISTENCE

This Corporation shall exist perpetually.

ARTICLE III

PURPOSE

The General purpose or nature of business for which this Corporation is organized shall be:

- 1. Distribution- Export- Import

IGNACIO SIBERTO
525 N.W. 27th AVE.
SUITE 100
MIAMI, FL 33125
(305) 643-5900
FL BAR NO. 207926

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2. To conduct a business in, have one or more offices in, buy, hold, mortgage, sell, convey, lease or otherwise dispose of real estate and personal property, including franchises, patents, copyrights, trademarks and licenses, in the State of Florida, and in all other states and countries.

3. To contract debts, borrow money, issue and sell or pledge bonds, debentures, notes and other evidence of indebtedness, and execute such mortgages, transfers or corporate property or other instruments to secure the payment of corporate indebtedness, as required.

4. To purchase the corporate assets of any other corporation, engage in the same or similar character of business.

5. To guarantee, endorse, purchase, hold, sell, transfer, pledge mortgage or otherwise acquire or dispose of the shares, of the capital stock, or any bonds, securities or other evidence of indebtedness created by any other corporation of the State of Florida, or any other state or government, and whole owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

6. To carry on any lawful business necessary or incidental to the attainment of the objects of this corporation, whether or not such business is similar in nature to the objects enumerated in these Articles of Incorporation.

ARTICLE IV

CAPITAL STOCK

The maximum number of shares of stock which this Corporation shall have outstanding at any time shall be 60 shares which shall all be common stock of no par value.

All or any part of the capital stock may be paid for either in lawful monies of the United States of America, or in property, real or personal, or in services, at a true valuation thereof.

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ARTICLE V

PREEMPTIVE RIGHTS

If the capital stock of this Corporation is increased and new shares of stock are issued, the holder of original stock shall be entitled to subscribe to the new issue in preference to non-holders and on equal terms with other holders of the original stock in the proportion that the number of the original shares held by him bear to the total outstanding number of the original shares.

ARTICLE VI

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The initial Registered Agent of this Corporation is: JUAN EMILIO MARTINEZ and the street address of the Corporation's initial Registered Office in the State of Florida is: 1655 West 44 Pl., Apt 250, Hialeah, 33012
The Corporation's principal office and the mailing address are: 1200 West Avenue, Ste 301, Miami Beach, Fl 33139

The directors may, from time to time, by majority vote, move the principal office to any other address in the State of Florida.

ARTICLE VII

BOARD OF DIRECTORS

The number of directors constituting the initial Board of Directors of this Corporation shall be One and the name and address of each person who is to serve as a member thereof is as follows:

<u>NAME</u>	<u>ADDRESS</u>
FRANCISCO FERRERAS	1200 West Avenue, Ste 301, Miami Beach, Florida, 33139

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ARTICLE VIIIINCORPORATORS

The name and post office address of the Incorporators of these Articles of Incorporation are:

<u>NAME</u>	<u>ADDRESS</u>
JUAN EMILIO MARTINEZ	1655 West 44 Pl, Apt 250 Hialeah, Florida, 33012.
FRANCISCO FERRENAS	1200 West Avenue, Ste 1031 Miami Beach, Florida, 33139.
YAMILE HERNANDEZ	6801 Harding Ave, Apt 501 Miami Beach, Florida, 33141.

ARTICLE IXAMENDMENTS

These Articles of Incorporation may be amended in the following manner:

a. The Board of Directors shall adopt the resolutions setting forth the proposed Amendment and, if shares have been issued, directing that it be submitted to a majority vote at a meeting of shareholders, which may be either the annual or a special meeting. If no shares have been issued, the amendment shall be adopted by a vote of the majority of Directors and the provisions for adopting by shareholders shall not apply.

b. By all of the Directors and all of the stockholders of the Corporation eligible to vote signing a written statement manifesting their intention that an amendment to the Articles of Incorporation be adopted.

I, JUAN EMILIO MARTINEZ, having been named to accept service of process for MARES LATINA INC.
a Florida Corporation, at the place designated herein, do hereby accept to act

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ions of said act roll
SIC. 1000
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JUAN EMILIO MARTINEZ

~~FRANCISCO FERRERAS~~

~~FRANCISCO FERRERAS~~

COUNTY OF DADR)

FRANCISCO FERRERAS

WITNESS my hand and seal, this 5 day of September, 1995.

Clara L. L. L.
NOTARY PUBLIC, State of Florida at
Large

NOTARY PUBLIC
COMMISSION NO.
MY COMMISSION EXPIRES