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TO: DIVISION OF CORPORATIONS FROM: FAB-T CORP. AGENTS, INC.  
DEPARTMENT OF STATE 8405 NW 53RD ST  
STATE OF FLORIDA SUITE C-100  
409 EAST GAINES STREET MIAMI FL 33166-  
TALLAHASSEE, FL 32399 CONTACT: LIDIA FERNANDEZ  
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FAX: (305) 592-9591

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NAME: FARM CONNECTION, CORP.  
FAX AUDIT NUMBER: H96000000676 CURRENT STATUS: REQUESTED  
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TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE  
Sandra B. Morham  
Secretary of State

January 17, 1996

FAS-T CORP. AGENTS, INC.

MIAMI, FL

SUBJECT: FARM CONNECTION, CORP.  
REF: W96000001193

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

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Loria Poole  
Corporate Specialist

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**ARTICLES OF INCORPORATION**  
**OF**  
**FARM CONNECTION GROUP, CORP.**

**ARTICLE I - NAME**

The name of this corporation is: FARM CONNECTION GROUP, CORP.

**ARTICLE II - DURATION**

This corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida. Corporate existence shall commence at the time of the filing of the articles by the Department of the State, State of Florida.

**ARTICLE III - PURPOSE**

This corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue 1000 shares of Fifty Cent. . . . . (\$ 0.50 ) par value common stock which shall be designated "COMMON SHARES".

**ARTICLE V - PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The initial and principal place of business of this corporation shall be at 230 Northwest Dr. - Miami - Fl. 33126 - - - - -  
The registered agent of this corporation shall be Maria Teresa Arenas - - - - and the street address shall be located at 230 Northwest Dr. - - Miami - Fl. 33126.

Prepared By:

Maria T. Arenas  
230 Northwest Dr.  
Miami Fl. 33126

(305) 261-7654

- 1 -

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**ARTICLE VII - INITIAL BOARD OF DIRECTORS**

This corporation shall have Two directors(s) initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name(s) and address(es) of the initial director(s) of this corporation is(are):

Mauricio Fadul  
Carrera 12 122 A-25  
Apt. 306  
Bogota - Colombia

Mauricio Puentes  
Transversal 19 A 102-69  
Apt. 502  
Bogota - Colombia

**ARTICLE VIII - INCORPORATORS**

The name and address of the each incorporator are:

Mauricio Fadul  
Carrera 12 122 A-25  
Apt. 306  
Bogota - Colombia

Mauricio Puentes  
Transversal 19 A 102-69  
Apt. 502  
Bogota - Colombia

**ARTICLE IX - BYLAWS**

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors and the shareholders.

**ARTICLE X - CALLING OF SPECIAL MEETINGS**

Special meetings of shareholders may be called by the board of directors or the holders of not more than one tenth of all the shares entitled to vote at the meeting.

**ARTICLE XI - SHAREHOLDERS QUORUM AND VOTING**

The majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

If a quorum is present, the affirmative vote of the majority of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

**ARTICLE XII - APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER**

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

**ARTICLE XIII - CAPITAL AMOUNT**

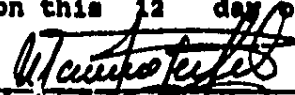
The amount of capital with which this corporation shall commence business shall not be less than Five Hundred Dollars . . . . .  
 . . 00/100 - - - (\$ 500.00).

**ARTICLE XIV - INDEMNIFICATION**

The corporation reserves the right to amend or repeal any provision contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

In witness whereof, the undersigned subscribers have executed these articles of incorporation this 12 day of January - - of 1995.

President

 (seal)  
 Mauricio Puentes

Vice President

 (seal)

Secretary

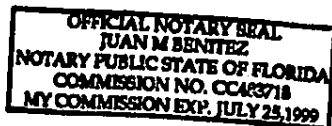
 (seal)  
 Mauricio Puentes


STATE OF FLORIDA }  
 COUNTY OF DADE } SS:

Before me, a notary public authorized to take acknowledgement in the state and county set forth above, personally appeared: Mauricio Puentes and Mauricio Fadul - - - - -

known to me and known by me to the person(s) who executed the foregoing articles of incorporation, and he(they) acknowledged before me that he(they) executed those articles of incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 12 - - day of January, 1996.



  
 Juan M. Benitez  
 NOTARY PUBLIC  
 STATE OF FLORIDA AT LARGE

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**CERTIFICATE DESIGNATING  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registers office/registered agent, in the State of Florida.

1. The name of the corporation is: Farm Connection Group, Corp.
2. The name and address of the registered agent and office is:  
Maria Teresa Arenas  
230 Northwest Dr.  
(P.O. BOX NOT ACCEPTABLE)  
Miami - Fl. 33126  
(CITY/STATE/ZIP)

SIGNATURE 

(Corporate Officer)

TITLE: President

DATE: January 12, 1996

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE 

(Registered Agent)

DATE: January 12, 1996

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TALLAHASSEE, FL  
CLERK OF SUPERIOR COURT