

P96000012108

CAMPOS AND COMPANY, PC.
8221 NW 197 TERR.
MIAMI LAKES, FL. 33016
(305) 824-5996

January 22, 1996

DIVISION OF CORPORATIONS
P.O.BOX 0327
TALLAHASSEE, FL. 32314

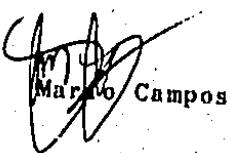
3000001706373
02/05/96--01071--011
****122.50 ****122.50

Dear sir:

Enclosed please find the Articles of Incorporation of
YAMATSU INTERNATIONAL, INC., and filing fees in the
amount of \$122.50.

If you may have any questions, please give me a call.

Sincerely,


Mario Campos

SN FEB -

FILED

96 FEB -5 AM 10:12

SUPERIOR COURT OF STATE
TALLAHASSEE, FLORIDA

called Mario Campos,
att add. is the same as
printed address

ARTICLES OF INCORPORATION
OF
YAMATSU INTERNATIONAL, INC.

FILED
96 FEB -5 AM 10:12
TALLAHASSEE, FLORIDA

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the state of Florida, providing the provisions of the statutes of the state of Florida, providing the information, liabilities, rights, privileges and immunities of corporation for profit.

ARTICLE I

The name of this corporation shall be:

YAMATSU INTERNATIONAL, INC.

ARTICLE II

The corporation may engage in any activity or business permitted under the laws of the state of Florida and the United States.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time shall be as follows:

One hundred shares, \$800.00 par value, common stock.

The subscribing stockholders are as follows:

| NAME | SHARES |
|-------------------------------------|--------|
| EVENCIO PEREZ PEREZ | 20 |
| RICARDO ORJUELA | 10 |
| ANA HELENA AVILA DE PEREZ | 20 |
| INDUSTRIAS MAGNUM DE COLOMBIA LTDA. | 50 |

The entire voting power of the corporation shall be vested in the common stockholders, and each share of common stock shall be entitled to one vote, as shall be more fully set forth and determined in the By-Laws of this corporation. Other rights and interest accruing to each share of common stock shall be more fully determined and set forth in the By-Laws.

ARTICLE IV

The amount of capital with which this corporation shall begin business shall be not less than \$80,000.00.

ARTICLE V

The corporation shall have perpetual existence.

ARTICLE VI

The initial street address of the office of this corporation shall be:

6221 NW 197 TERR.
MIAMI, FLORIDA 33015

ARTICLE VII

The numbers of directors shall not be less than one (1) and not more than four (4)

ARTICLE VIII

The resident agent of the corporation of acceptance of service of process within Florida shall be:

RICARDO ORJUELA
6221 NW 197 TER. MIAMI, FL33015

ARTICLE IX

The name street address of the first directors who, subject to the provisions of the Certificate of Incorporation, the By-Laws and the year of the corporation's existence, or until their successors are elected and have qualified are:

| | |
|--------------------------------------|------------------------------------|
| EVENCIO PEREZ | 6221 NW 197 TERR.-MIAMI, FL. 33015 |
| ANA H. AVILA DE PEREZ | 6221 NW 197 TERR.-MIAMI, FL 33015 |
| RICARDO ORJUELA | 6221 NW 197 TERR.-MIAMI, FL. 33015 |
| INDUSTRIAS MAGNUS DE COLOMBIA, LTDA. | BOGOTA, COLOMBIA |

ARTICLE X

The name and addresses of the incorporators are:

| | |
|--------------------------------------|------------------------------------|
| EVENCIO PEREZ | 6221 NW 197 TERR.-MIAMI, FL. 33015 |
| ANA H. AVILA DE PEREZ | 6221 NW 197 TERR.-MIAMI, FL. 33015 |
| RICARDO ORJUELA | 6221 NW 197 TERR.-MIAMI, FL. 33015 |
| INDUSTRIAS MAGNUS DE COLOMBIA, LTDA. | BOGOTA, COLOMBIA |

ARTICLE XI

The corporation shall have the right and power to: From time to time determine whether and to what extent and at what times and places and under what conditions and regulations, the accounts and books of this corporation (other than the stock book) or any of them shall be open to inspection of stockholders and no stockholder shall have any right of inspecting any account, book or document of this corporation except as conferred by statute, unless authorized by a resolution of the stockholders or Board of Directors.

The corporation may in its By-Laws confer powers upon its Board of Directors or officers, in addition to the foregoing and in

addition to POWERS authorized and expressly conferred by statute.

Both stockholders and directors shall have power, if the By-Laws so provide to hold their respective meetings, and to have one or more offices within or without the State of Florida and to keep the books of this corporation (subject to the provisions of the statutes) outside of the State of Florida, at such places as may from time to time be designated by the Board of Directors.

The corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter described and prescribed by statute, and all rights conferred upon stockholder herein and granted subject to this reservation.

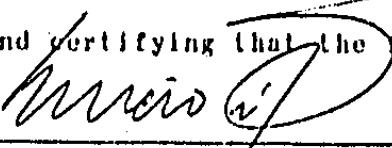
ARTICLE XII

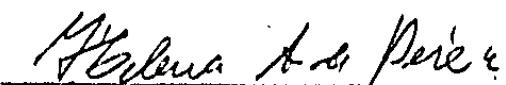
This corporation shall have two directors initially. The number of Directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1).

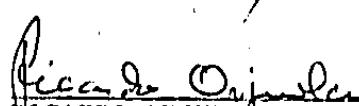
The names and addresses of the initial Directors of this corporation are:

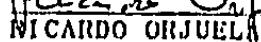
- | | |
|---|----------------|
| 1) EVENCIO PEREZ PEREZ 6221 NW 197 TERR. MIAMI, FL. 33015 | PRESIDENT |
| 2) ANA H. AVILA DE PEREZ 6221 NW 197 TERR. MIAMI, FL. 33015 | VICE PRESIDENT |
| 3) RICARDO ORJUELA 6221 NW 197 TERR. MIAMI, FL. 33015 | SECRETARY |

WE, THE UNDERSIGNED, being all of the original incorporators
of the hereinabove named corporation formed for profit to do
business both within and without the State of Florida, do hereby
make, acknowledge and file this certificate, hereby declaring
and certifying that the facts herein stated are true.


EVENCIO PEREZ PEREZ


ANA H. AVILA DE PEREZ


Ricardo Orjuela


RICARDO ORJUELA



(SEAL)

Before me, a Notary Public, authorized by my commission exp. Apr. 19, 1999, witnessed the above signatures

In the State and County, set forth above, personally appeared

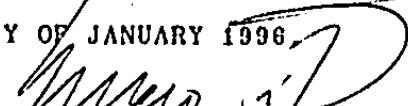
EVENCIO PEREZ PEREZ, ANA H. AVILA DE PEREZ AND RICARDO ORJUELA,
known to me and known to be the persons who executed the

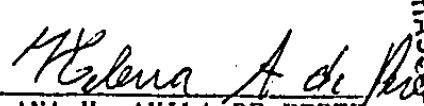
foregoing Articles of Incorporation, and them acknowledged before
me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AFFIXED MY

OFFICIAL SEAL, IN THE STATE AND COUNTY AFORESAID, THIS 10TH

DAY OF JANUARY 1996.


EVENCIO PEREZ PEREZ


ANA H. AVILA DE PEREZ

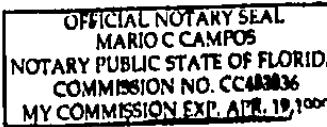
FEB - 5 AM 10: 12
Tallahassee, Florida
State of Florida


Ricardo Orjuela


RICARDO ORJUELA

ACCEPTANCE AS REGISTERED AGENT, I HEREBY AGREE TO ACT IN THIS
CAPACITY.

RICARDO ORJUELA
DATE January 10th, 1996


OFFICIAL NOTARY SEAL
MARIO C CAMPOS
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC453836
MY COMMISSION EXP. APR. 19, 1999