

H9600043819

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STATE OF FLORIDA SUITE C-100
409 EAST GAINES STREET MIAMI FL 33166- 9-0000-
TALLAHASSEE, FL 32399 CONTACT: LIDIA FERNANDEZ
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FAX: (305) 592-9591

((H96000007131)) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: ~~FLORIDA PROFIT CORPORATION~~, INC. KOLORINES U.S.A., INC.
FAX AUDIT NUMBER: H96000007131 CURRENT STATUS: REQUESTED
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ARTICLES OF INCORPORATION
OF
KOLORINES U.S.A., INC.

THE UNDERSIGNED INCORPORATOR, FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA GENERAL CORPORATE ACT, HEREBY ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION.

ARTICLE I: NAME

THE NAME OF THE CORPORATION SHALL BE: KOLORINES U.S.A., INC.

ARTICLE II: NATURE OF THE BUSINESS

THIS CORPORATION MAY ENGAGE IN OR TRANACT ANY OR ALL LAWFUL ACTIVITIES OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES, THE STATE OF FLORIDA, AND ANY OTHER STATE, COUNTRY, TERRITORY OR NATION. THE PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS OF THIS CORPORATION SHALL BE:

7269 SW 48 STREET
MIAMI, FLORIDA 33155

ARTICLE III: CAPITAL STOCK

THE AGGREGATE NUMBER OF SHARES OF STOCK AND ITS PAR VALUE THAT THIS CORPORATION IS AUTHORIZED TO ISSUE AND HAVE OUTSTANDING AT ANY ONE TIME IS: 100,000 SHARES OF COMMON STOCK, PAR VALUE \$ 1.00 PER SHARE.

ARTICLE IV: TERM OF EXISTENCE

THIS CORPORATION SHALL EXIST PERPETUALLY.

Prepared by: Luciano Franchi De Alfaro III
7255 S.W. 48th St.
Miami, Fl 33155
(305) 444-8800

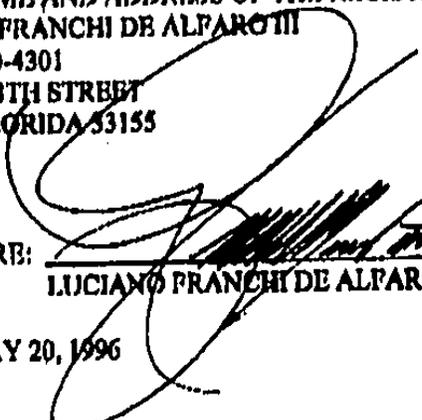
CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OF THE FLORIDA STATUTES, THE UNDERSIGNED CORPORATION SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICER/AGENT, IN THE STATE OF FLORIDA.

1. THE NAME OF THE CORPORATION IS: KOLORINES U.S.A., INC.

2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS:
LUCIANO FRANCHI DE ALFARO III
SSN 266-70-4301
7255 SW 48TH STREET
MIAMI, FLORIDA 33155

SIGNATURE:

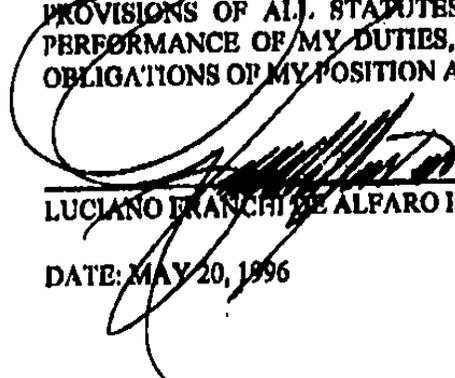


LUCIANO FRANCHI DE ALFARO III, PRESIDENT

DATE: MAY 20, 1996

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I 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.



LUCIANO FRANCHI DE ALFARO III, REGISTERED AGENT

DATE: MAY 20, 1996