

791000052514
THE COMPANY CORPORATION

1311 N. Market Street • Wilmington, Delaware 19801-1151 • Telephone: (302) 575-0440 • Fax: (302) 575-1146

June 11, 1996

Corporate Records Bureau
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

500001005 765
-06/13/96--01043--009
*****70.00 *****70.00

RE: Hispanic Imports & Exports, Inc.
P3413426HIALM

Dear Sir or Madam:

Enclosed please find Articles of Incorporation (and related documents, if appropriate) and our check in the amount of \$70.00 for Hispanic Imports & Exports, Inc.

Please file at your earliest convenience and return confirmation to my attention at the address which is listed above.

Please feel free to contact me directly at 1-302-575-0440, ext. 7003, with questions regarding the enclosed application.

Sincerely,

Dawn Showell

Dawn Showell
Corporate Service Representative

enc.

FILED
96 JUN 18 AM 9:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

6-20-96
KR

ARTICLES OF INCORPORATION
OF
Hispanic Imports & Exports, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned natural person(s), of the age of 21 or more, acting to form a corporation under the corporate laws of the state of Florida do hereby certify the following:

FIRST: The name of the corporation shall be Hispanic Imports & Exports, Inc.

SECOND: The address of the initial registered office of the corporation is 27601 Arroyal Rd. #126; Bonita Springs FL 34134, County of Lee. The name of the registered agent located at said address is Sylvia Almeida.

THIRD: The principal address of the corporation is 27601 Arroyal Rd. #126; Bonita Springs FL 34134.

FOURTH: The purpose for which this corporation is organized shall be to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

FIFTH: The total authorized stock of this corporation is divided into 100 shares of no par value.

SIXTH: The number of directors constituting the initial board of directors is two, and the name(s) and address(es) who will serve as directors until the first annual meeting of shareholders or until their successors are as follows:

Sylvia Almeida 14 Maple St., Englewood Cliff NY 06732
Peter Almeida 27601 Arroyal Rd. #126, Bonita Springs FL 34134

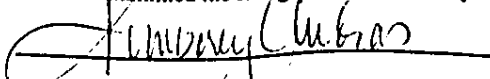
SEVENTH: The duration of the corporation is perpetual.

EIGHT: This is Close Corporation.

NINTH: The name(s) and address(es) of the persons who are to act as incorporator(s) are as follows:

Kimberly Andras c/o The Company Corporation
1313 N. Market Street, Wilmington DE 19801.

We (I), the undersigned, being all the incorporators of the corporation identified above, declare that we have examined the foregoing this 11th day of June, 1996.


State of Delaware

County of New Castle

THE FOREGOING instrument was acknowledged and sworn to before me this 11th day of June, 1996 by Kimberly Andras.


Notary Public

This document was prepared by Kimberly Andras, Three Christina Centre, 201 N. Walnut Street, Wilmington DE 19801 (302) 575-0440

REGINA CEPHAS
NOTARY PUBLIC DELAWARE
Appointed February 11, 1995
Term 4 Years

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING
AGENT UPON PROCESS MAY BE SERVED.**

In compliance with Section 43.091, Florida Statutes, the following is submitted:

First, this Hispanic Imports & Exports, Inc.
desiring to organize under the laws of the State of Florida with its principal
place of business located in the city of Bonita Springs, State of
Florida, has named Sylvia Almolda located at
27601 Arroyal Road # 126, Bonita Springs, FL 34134
_____ as its agent for service of
process within Florida.

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.

Sylvia Almolda

May 20, 1996
Date

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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