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Chapter Number Only

8-19-96

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DIVISION OF CORPORATION

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96 AUG 20 PM 1:21
TALLAHASSEE, FLORIDA

Requester's Name
Kenneth Spiller
Address
1507 N.W. 14 St.
Miami FL 33125
City State ZIP Phone

EFFECTIVE DATE
8-16-96

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CORPORATION(S) NAME

SUNFRUITS EXPORT & IMPORT U.S.A., INC.

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| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | | |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of Registered Agent |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| | | <input type="checkbox"/> Mail Out |

Name
Availability
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Examiner
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Verifier
Acknowledgment
W.P. Verifier

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CERTIFIED COPY

Empire Toll Free: 1-800-432-3028

ARTICLES OF INCORPORATION OF
SUNFRUITS EXPORT & IMPORT U.S.A., INC.

EFFECTIVE DATE
8-16-96

Article I - Name

The name of this corporation is SUNFRUITS EXPORT & IMPORT U.S.A., INC. Its initial address shall be 7976 N.W. 66 Street, Miami, Florida 33166.

Article II - Duration

This corporation shall have perpetual existence commencing on the date of execution and acknowledgement of these articles.

Article III - Purpose

The corporation may transact any and all lawful business for which corporations may be incorporated under Florida's General Corporation Act.

Article IV - Stock

The aggregate number of shares which the corporation has authority to issue is one hundred (100), all of which shall be common shares with a par value of one dollar (\$1.00).

Article V - Pre-emptive Rights Granted

Each shareholder of any class of stock of the corporation shall be entitled to full pre-emptive rights to purchase any unissued or treasury shares of the corporation and any securities of the corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

Article VI - Directors

The board of directors of the corporation shall consist of not less than one (1) nor more than seven (7) members.

The members of the first board of directors are as follows:

FERNANDO BARRIOS, President & Secretary, 7976 N.W. 66 Street, Miami, Florida 33166

BEATRIZ SARLI, Vice President, 7976 N.W. 66 Street, Miami, Florida 33166

MAURICIO MERINO, Treasurer, 7976 N.W. 66 Street, Miami, Florida 33166

KENNETH P. SPEILLER, ESQ.
1507 N.W. 14 Street
Miami, Florida 33125
(305) 326-9977
Fla. Bar No. 355259

Article VII - Amendments


These articles may be changed, amended or repealed by a majority vote of the stockholders.

Article VIII - Registered Agent

The Name of the initial registered agent of the corporation is KENNETH P. SPEILLER.

The street address of the initial registered office of the corporation is 1507 N. 14 Street, Miami, Florida 33125.

Having been named as registered agent and designated to accept service of process for the above corporation, I hereby accept the appointment and agree to act in this capacity.


KENNETH P. SPEILLER

Article IX - Incorporator

The name and address of the incorporator of this corporation is FERNANDO BARRIOS, 7976 N.W. 66 Street, Miami, Florida 33166.

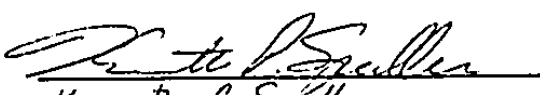
IN WITNESS WHEREOF, I have subscribed my name this 16th day of August, 1996.


FERNANDO BARRIOS

STATE OF FLORIDA)
COUNTY OF DADE)

On this 16th day of August, 1996 before me the undersigned authority personally appeared FERNANDO BARRIOS known to me to be the person whose name is subscribed to the articles of incorporation for SUNFRUITS EXPORT & IMPORT U.S.A., INC. attached herein, and acknowledged that he executed the same for the purpose stated therein.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.


Kenneth P. Speiller
NOTARY PUBLIC, State of
Florida at Large
Commission No. CC387028

My Commission Expires:

