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EDUARDO C. BARAGANO, P.A.

26011 WEST DAVIE BOULEVARD  
FT. LAUDERDALE, FLORIDA 33312  
(954) 587-1477  
Fax (954) 587-1556

EDUARDO C. BARAGANO  
ATTORNEY AT LAW

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 SEP 15 4:10:33

March 05, 1996

Secretary of State  
Division of Corporation  
P.O. Box 6327  
Tallahassee, Fl 32314

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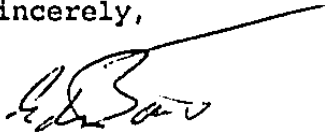
RE: HILATEX CORPORATION.

Dear Madam/Sir:

Enclosed please find a check in the amount of \$122.50 dollars, for filing fees, certify copy and registered agent designation. Please forward the filing acknowledgement to our office.

Thank you for your cooperation in this matter.

Sincerely,



Eduardo C. Baragano, Esq.  
ECB\SP  
Enclosure

D. BROWN SEP 17 1996

ARTICLES OF INCORPORATION  
OF  
HILATEX CORPORATION

FILED  
DIVISION OF CORPORATIONS  
95 SEP 15 4:10:33

The undersigned, Miguel Rodrigo Rossie, acknowledge and files in the Office of the Secretary of State of the State of Florida for the purpose of forming a corporation for profit, in accordance with the laws of the State of Florida, these Articles of Incorporation, as by law provided.

ARTICLE I

NAME:

The name of this corporation shall be: HILATEX CORPORATION.

ARTICLE II

PRINCIPAL OFFICE:

The principal place of business and mailing address of this corporation shall be: 10310 SW 48th Street, Miami, FLorida 33165.

ARTICLE III

The general nature of the business and businesses to the transacted are as follows:

To transact any and all lawful business for which corporations may be incorporated under the laws of the State of Florida or the United States.

Without in any way limiting any of the objects and powers of the corporation. It is expressly declared and provided that the corporation, to carry on its business, or for the purpose of publishing any of the objects here in above mentioned shall have

the power to make and perform contracts of any kind and description to do any and all other acts and things, and to exercise any and all other power, either as principal, agent or broker conferred by the laws of the State of Florida upon corporations formed under the laws of said state and which now or here after may authorized by law:

#### ARTICLE IV

##### SHARES:

The authorized capital stock of this corporation shall consist of: Ten Thousand (10,000) shares of common stock, One dollars (\$1.00) par value.

#### ARTICLE V

##### EXISTENCE:

The corporation shall have perpetual existence.

#### ARTICLE VI

##### REGISTERED OFFICE AND REGISTERED AGENT:

The initial street address of the corporation's initial Registered Office is 10310 SW 48th Street, Miami, Florida 33165.

The initial Registered Agent for the corporation is Miguel Rodrigo Rossie located at the initial address of the corporation.

## ARTICLE VII

### DIRECTORS:

The corporation shall have not less than one Director, as provided by the By-Laws. Directors shall hold office for one year, or until their successors have been duly elected and qualified.

## ARTICLE VIII

### FIRST BOARD:

The following shall constitute the First Board of Directors of the corporation:

Miguel Rodrigo Rossie	10310 SW 48th Street
	Miami, FL 33165

### INCORPORATOR:

The name and address of the initial Incorporator of the corporation is as follows:

Miguel Rodrigo Rossie	10310 SW 48th Street
	Miami, FL 33165

## ARTICLE IX

### GENERAL PROVISION:

(a) The private property of the Stockholder shall not be subject to the payment of any corporate debts to any extend whatsoever.

(b) Subject to the provisions and conditions of the article the corporation shall have full power and lawful

authority to accept property, labor and services in payment for shares of its Capital stock in lieu of cash, at a just value to be fixed by its Board of Directors.

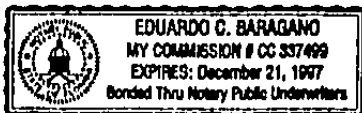
- (c) A Director of the corporation may transact business, borrow, lend, or otherwise deal or contract with the corporation to the full extend and subject only to the limitations and provisions of the law of the State of Florida and the laws of the United States.
- (d) The corporation shall indemnify each Director and Officer of the corporation against all or any portion of any expense reasonable incurred by him in connection with arising out of any action, suit or proceeding in which he may be involved, by reason of his being or having been an Officer or Director of the corporation (whether or not he continues to be an Officer or Director at the time of incurring such expenses), to the full extend permitted by and subject only to the limitations and provisions of the laws of the State of Florida and laws of the United States.
- (e) All share holders of the corporation shall be vested with full preemptive rights.

Subscribed at Fort Lauderdale, Florida, this 13<sup>th</sup> day of  
September, 1996.

Miguel Rodrigo Rossie  
Miguel Rodrigo Rossie  
Incorporator

STATE OF FLORIDA       )  
                              )  
COUNTY OF BROWARD    )    ss:

The foregoing Articles of Incorporation were acknowledge  
before me this 13<sup>th</sup> day of September 1996, by Miguel Rodrigo  
Rossie.



Eduardo G. Baragano  
Notary Public, State of Florida.  
My Commission Expires:

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

RECEIVED  
JAN 15 1968  
CLERK OF COURT  
STATE OF FLORIDA

In the pursuant of chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First -- That HILATEX, CORPORATION desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at the City of Ft. Lauderdale, County of Broward, State of Florida, has named Miguel Rodrigo Rossie 10310 SW 48th Street, Florida 33165, County of Broward, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, agree to comply with the provisions of said Act relative to keeping open said office.

By: Miguel Rodrigo Rossie  
Miguel Rodrigo Rossie  
Registered Agent