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FLORIDA DIVISION OF CORPORATIONS
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((H96000016258 1))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
PHONE: (305)599-0839

ACCT#: 071001002335

FAX #: (305)716-0346

NAME: AZTECA SALES INC.

AUDIT NUMBER.....H96000016258

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..1

PAGES..... 3

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NO.015

002



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 18, 1996

FAS-T CORP AGENTS

MIAMI, FL

SUBJECT: AZTECA SALES, INC.
REF: W96000024391

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6878.

Terri Buckley
Corporate Specialist

FAX Aud. #: B96000016258
Letter Number: 796A00052469

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11/15/1996 02:50 229-0252

ANA D ARES

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PAGE 01

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FALL

ARTICLES OF INCORPORATION
OF

AZTECA SALES INC.

THE UNDERSIGNED, has executed the following document as incorporator of the above name corporation, a corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the law of the State of Florida.

ARTICLE I

The name of this corporation shall be:

AZTECA SALES INC.

Principal Office: 220 N.W. 51st Avenue
Miami, Fl 33126

ARTICLE II

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III

The general nature of the business and objects and purposed proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz:

Prepared by: Ana D. Ares C.P.A., P.A.
4080 S.W. 84th Ave.
Miami, Fl 33155
(305) 448-2072

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ANA D ARES

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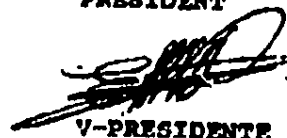
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ARTICLE VI

The initial Board of Directors shall consist of a total of THREE (03) persons, and the name and address of the person who is to serve as an initial director is:

EMILIA GACITA
220 N.W. 51 AVENUE
MIAMI FL. 33126

PRESIDENT



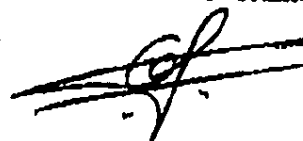
JORGE L. GACITA
220 N.W. 51 AVENUE
MIAMI FL. 33126

V-PRESIDENTE



ALICIA ROCA
220 N.W. 51 AVENUE
MIAMI FL. 33126

SECRETARY-TREASURER



The name and address of the incorporator executing these Articles of Incorporation is:

EMILIA GACITA
220 NW 51 AVENUE
MIAMI FL. 33126

IN WITNESS WHEREOF, the undersigned incorporator has (ve) executed these Articles of Incorporation this 15h day of NOVEMBER, 1996.


EMILIA GACITA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provision of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

AZTECA SALES INC.

2. The name and address of the registered agent and office is

EMILIA GACITA
220 NW 51T AVENUE
MIAMI, FL. 33126

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS 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.

PP
SIGNATURE 

NOVEMBER 15, 1996

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