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(Requestor's Name)

930 E. 16th PLACE

(Address)

HIALEAH, FL. 33010 305-887-2691

(City, State, Zip) (Phone #)

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Megasur Import & Export, Inc
(Corporation Name) (Document #)

2. (Corporation Name) (Document #)

3. (Corporation Name) (Document #)

4. (Corporation Name) (Document #)

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NEW FILINGS	
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	NonProfit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of R.A., Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Report
	Fictitious Name
	Name Reservation

REGISTRATION/ QUALIFICATION	
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

Examiner's Initials

1/22/97

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SEC... STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

MEGASUR IMPORT & EXPORT, INC.

WE, the undersigned, hereby associate together for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provision of the laws of said state, providing for the information liabilities, rights, privileges and immunities of a corporation for profit.

ARTICLE I

NAME, ADDRESS AND AGENT

The name of this corporation shall be:

MEGASUR IMPORT & EXPORT, INC.

(hereinafter referred to as the corporation.) Its Registered and principal office shall be: 12922 SW 88th TERR. MIAMI, FL. 33186 located at ______ in the County of Dade. Its Registered Agent shall be JORGE ENRIQUE GARCIA, located at ---- 12922 SW 88th TERRACE, MIAMI, FL. 33186 County of Dade, State of Florida.

ARTICLE II

NATURE OF BUSINESS

Section I. The general nature of the business and objects and purposes to be transacted, promoted and carried on are to do any and all things hereinafter mentioned, as fully and to the same extent as natural persons might or could do, viz:

a. To carry on business in the United States or any foreign -- country or countries, to buy, sell, import, export, lease, sub-lease, hold, procure, transport, manufacture, acquire and deal generally, both whole-sale and retail, in goods and services of all types, both as principal and agent, in any part of the world.

b. To enter into, make, perform and carry out contracts of every kind and for any lawful purpose with any person, firm, association and/or corporation.

c. To exchange in the currency of foreign countries and the currency of the United States.

d. To issue bonds, debentures, and/or obligations of the company from time to time, for the objects and purposes of the company, and to secure the same by mortgage pledge,deed or--- trust, or otherwise.

e. To purchase, hold and reissue the shares of its - - - capital stock; and to subscribe to purchase, or otherwise - acquire, or to guarantee, or to become surety in respect to the stock, bonds or other securities and obligations of the company and other companies.

f. To do all of such acts or things as they are incident or conducive to the premises, and to do all and everything necessary, suitable, convenient, or proper for the -- -- -- accomplishment of any of the purposes or the attainment of any of the objectives herein enumerated or incidental to the powers herein named, or which shall at any time appear -- conducive or expediente for the protection or benefit of the corporation.

g. No recitation or declaration of special powers or purposes herein enumerated shall be deemed to be exclusive, but all lawful powers contained in the laws of the State of Florida, now or in the future, to be enacted are hereby ---

included in and made a part thereof by reference.

h. In general, to carry on any incidental business in connection with the foregoing, whether manufacturing or -- otherwise and to have and excercise all the powers conferred by the laws of the State of Florida upon corporations of this character.

i. NONE

ARTICLE III

CAPITAL STOCK

The capital stock of the corporation shall consist of:

a ONE HUNDRED (100) shares of $1.00 par value. For incorporation purposes, each share will have a nominal value set at - - -ONE DOLLAR- ($1.00). per share as consideration.

b. Said shares of common stock to have par value. All shares to be issued fully paid and non-assessable. The capital stock of this -- Corporation may be paid in lawful money of the United States or in property labor or services at a fair and just valuation to be fixed by the stockholders or by the Board of Directors. Said determination of just value fixed by the Board of Directors is to be conclusive proof of said value.

c. All of the common stock is to have one vote per share in the control of the management of the corporation.

d. The holders of these shares of common stock are to have pre-emptive rights in the purchase of subsequent issues of stock.

e. In the event any shareholder be unable to attend a shareholder's meeting, the shareholder may vote his share or shares by proxy, one -- share representing one vote.

ARTICLE IV

INITIAL CAPITAL

The amount of capital with which the corporation shall begin -- business shall be not less than ONE HUNDRED DOLLARS ($100.00)

ARTICLE V

TERM OF EXISTENCE

The corporation shall have perpetual existence.

ARTICLE VI

BOARD OF DIRECTORS

The Board of Directors shall consist of not less than ONE (1) persons.

ARTICLE VII

INITIAL DIRECTORS AND OFFICERS

The names and addresses of the first Board of Directors who,- subject to the provisions of these Articles of Incorporation, the By-Laws and the Act of the Legislature approved June 1, 1925, and the acts amendatory thereto, shall hold office for the first year of the corporation's--- existence, or until their successoris are elected and shall have qualified, are the following:

Title:	Name:	Address:
VICE PRES-SEC	GUILLERMO ADOLFO GETTE	12922 SW 88th TERR. MIAMI,FL. 33186
PRES-SEC	JORGE ENRIQUE GARCIA	11212 SW 134 CT MIAMI, FL. 33186

ARTICLE VIII

SUBSCRIBERS

The names and the addresses of each subscriber to these Articles of Incorporation and the number of shares which each agrees to take are as follows:

NAME & TITLE	ADDRESS	SHARES
GUILLERMO ADOLFO GETTE VICE PRES-SEC	12922 SW 88 TERR. MIAMI, FL. 33186	60
JORGE ENRIQUE GARCIA PRES-TREAS	11212 SW 134 CT. MIAMI, FL. 33186	40

ARTICLE IX

BY-LAWS

The regulation of the business and the conduct of the affairs- of the corporation and the provision creating and limiting the powers of the corporation, the directors and the stockholders, or any class of stockholders of the corporation, shall be controlled by the By-Laws which shall be adopted by the stockholders of the corporation as soon as practicable after the corporation shall be formed, which said By-Laws may,- from time to time and whenever necessary, be amended by the Board of Directors of the corporation.

IN WITNESS, WHEREOF, the undersigned have made and signed these Articles of Incorporation at. , Dade County, Florida, for the uses and purposes aforesaid.

Witnesses

____________________ ____________________

____________________ ____________________
PRESIDENT-TREAS
VICE PRESIDENT-SEC

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act.

First: That MEGASUR IMPORT & EXPORT, INC. desiring to organize under the Laws of the State of FLORIDA, with its principal office, as indicated in the articles of Incorporation at 12922 SW 88th TERR., MIAMI, FL. 33186 County of DADE State of Florida, Has named: JORGE ENRIQUE GARCIA

located at 12922 SW 88th TERR. MIAMI, FL. 33186
(Street address and number of building)
City of MIAMI County of DADE

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 am familiar with and accept the duties and responsibilities as registered agent for said corporation.

By: ____________________
Resident Agent

I HEREBY CERTIFY that on this 13th day of JANUARY 1997, before me personally appeared GUILLERMO ADOLFO GETTE and JORGE ENRIQUE GARCIA, President and Secretary-Treasurer respectively, to me well known to be the persons decribed as subscribers in and who executed the foregoing ARTICLES OF INCORPORATION and acknowledged before me that they subscribed to those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my official seal and hand at HIALEAH, Dade County, this 13th day of JANUARY 1997 A. D.

My Commission expires:

Notary Public, State of Florida

M. BAQUES
MY COMMISSION # CC 341676
EXPIRES: February 5, 1998
Bonded Thru Notary Public Underwriters

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA