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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
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NAME: MARTINEZ INTERNATIONAL TRADING, CORP.

AUDIT NUMBER.....H97000004133

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

CERT. OF STATUS..1

PAGES..... 3

CERT. COPIES.....0

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

MARTINEZ INTERNATIONAL TRADING, CORP.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of incorporation.

ARTICLE I NAME

The name of the corporation shall be: MARTINEZ INTERNATIONAL TRADING, CORP.

The principal place of business of this corporation shall be:
5 OLIVE DRIVE ,SUITE # 12
HIALEAH, FL 33010

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is:
FIVE HUNDRED (500) AT \$1.00 PAR VALUE

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

-CARMEN MARTINEZ
375 S ROYAL POINCIANA # 6C
MIAMI SPRING FL 33166

JOSEFA GRAVINI DE OSORIO
375 S ROYAL POINCIANA #6C
MIAMI SPRING FL 33166

Prepared by: Hispan-American Services, INC.
1880 W Flagler Street
Miami, FL 33135 PH. (305) 649-9782

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ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the Incorporator(s) to the articles of Incorporation is(are):

JUAN DE JESUS MARTINEZ
URBANIZACION MONTANA ALTA EDIF. # 4 APT. 8_1, COLINA DE CARRIZAL
LOS TEQUE, ESTADO MIRANDA, VENEZUELA.

FARIDE CAMPO NAVARRO
CALLE LA VUELTA DEL ZORRO, QUINTA ACUARIUS, VALLE ARriba,
LAS MERCEDES, CARACAS, VENEZUELA.

CARMEN MARTINEZ
375 S ROYAL POINCIANA #6C
MIAMI SPRING, FL 33166

JOSEFA GRAVINI DE OSORIO
375 S ROYAL POINCIANA # 6C,
MIAMI, SPRING FL 33166.

IN WITNESS WHEREOF, the undersigned Incorporator(s) has(have)
executed these Articles of Incorporation this 6th
of MARCH, 1997.

x Josefa Gravin de Osoria
x Faride Campo Navarro

Signature(s) of Incorporator(s)

x [Signature]
x Carmen Gravin de Osoria

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, 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:

MARTINEZ INTERNATIONAL TRADING, CORP.

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

JOSEFA GRAVINI DE OSORIO /375 S ROYAL POINCIANA #6C

(P.O. BOX NOT ACCEPTABLE)

MIAMI SPRING, FL 33166

(CITY/STATE/ZIP)

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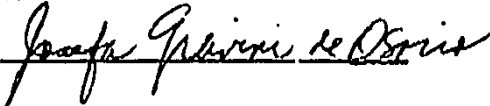
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SIGNATURE 

TITLE PRESIDENT

DATE 03/06/97

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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE 

DATE 03/06/97