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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.
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NAME: COHALA, INC.

AUDIT NUMBER.....H97000004278

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

CERT. OF STATUS...1

PAGES..... 3

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

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ARTICLES OF INCORPORATION
OF
COHALA, INC

The undersigned incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the Corporation shall be: COHALA, INC.

The principal place of business of this corporation shall be:
6538 COLLINS, MIAMI BEACH FL 33141

ARTICLE II NATURE OF BUSINESS

This Corporation may engage in or transact any or all lawful activities of 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) shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares"

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The names and street addresses of the initial officers and directors, if any who shall hold office the first year of the corporation's existence or until their successors are elected, are:

PRESIDENT: PAULO LASA, 6538 COLLINS, MIAMI BEACH FL 33141

VICE-PRESIDENT: BORIS HASSIDOFF, 6538 COLLINS, MIAMI BEACH FL 33141

PREPARED BY:
LATIN AMERICAN 2000
1165 W 49th ST
HIALEAH FL 33012

(305) 826-0286

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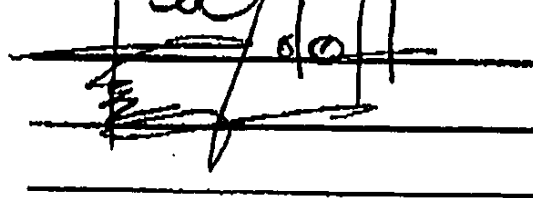
ARTICLE VI INCORPORATOR(S)

The name and street address of the incorporator to this articles of incorporation is:

BORIS HASSIDOFF, 6538 COLLINS, MIAMI BEACH FL 33141

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of incorporation this 12 day of March 1987.

Signature(s) of Incorporator(s)

A handwritten signature, appearing to be "Boris Hassidoff", is written over a horizontal line. The signature is in dark ink and is somewhat stylized. Below the line, there are some additional scribbles and a second horizontal line.

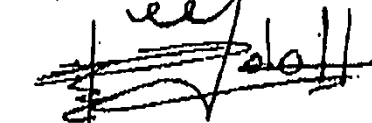
**PREPARED BY:
LATIN AMERICAN 2000
7165 W 49 ST
HIALEAH FL 33012**

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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 **COHALA, INC**
2. The name and address of the registered agent and office is:
BORIS HASSIDOFF, 6538 COLLINS, MIAMI BEACH FL 33141



Signature

Vice President

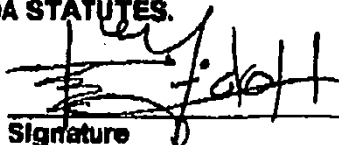
Title

March 12, 1997

Date

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TALLAHASSEE, FLORIDA

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I 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

March 12, 1997

Date