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5/06/97

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: CORPORATE CREATIONS INTERNATIONAL INC.

ACCT#: 073171003004

CONTACT: JOHNNY C RODRIGUEZ

PHONE: (305)672-0686

FAX #: (305)672-9110

LUIS

NAME: DOLES CORP.

AUDIT NUMBER.....H97000007482

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

CERT. OF STATUS..1

PAGES..... 4

CERT. COPIES.....0

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ARTICLES OF INCORPORATION

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TALLAHASSEE, FLORIDA

Article I. Name

The name of this Florida corporation is:
Doles Corp.

Article II. Address

The mailing address of the Corporation is:
Doles Corp.
27 NE 23rd Avenue
Suite 1
Pompano FL 33062

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
Corporate Creations Enterprises, Inc.
4521 PGA Boulevard #211
Palm Beach Gardens FL 33418

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
Svetlana Kourenkov
Valeri Kourenkov

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Inna Shapovalov | FL Bar Member 084123
Law Offices of Inna Shapovalov, P.A.
18300 NE 19th Avenue, Suite 206
North Miami Beach FL 33162
305-849-9616

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

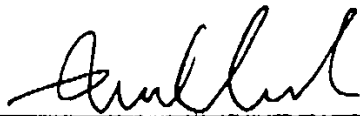
The name and address of the incorporator is:

Inna Shapovalov
Law Offices of Inna Shapovalov, P.A.
16300 NE 19th Avenue, Suite 206
North Miami Beach FL 33162

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective May 6, 1997

The undersigned incorporator executed these Articles of Incorporation on
May 6, 1997



INNA SHAPOVALOV
by L.A. Uriarte as attorney-in-fact

Inna Shapovalov | FL Bar Member 084123
Law Offices of Inna Shapovalov, P.A.
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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

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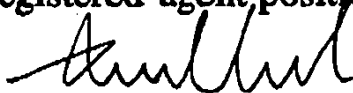
CORPORATION:

Doles Corp.

REGISTERED AGENT/OFFICE:

**Corporate Creations Enterprises, Inc.
4521 PGA Boulevard #211
Palm Beach Gardens FL 33418**

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



**Corporate Creations Enterprises, Inc.
Luis A. Uriarte, Vice President**

Date: May 6, 1997

**Inna Shapovalov | FL Bar Member 084123
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North Miami Beach FL 33162
305-949-9616**

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