

CORPORATION INFORMATION
SERVICES, INC.
1200 HAYS STREET
TALLAHASSEE, FL 32314
904-222-9171
904-222-0393 FAX

806-2-086

097000042290



MAIL TO:
P.O. Box 5828
TALLAHASSEE, FL 32314

ACCOUNT NO. : 072100000032

REFERENCE :

AUTHORIZATION :

Patricia P...

COST LIMIT : \$ 70.00.

ORDER DATE : 05/13/97

ORDER TIME :

ORDER NO. :

CUSTOMER NO:

CUSTOMER: L+I Gallo, Inc.

200002176602--5

DOMESTIC FILING

NAME: Estela Corporation

FILED
STATE
97 MAY 13 10:44 AM

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susana M. Romagosa

EXAMINER'S INITIALS:

RECEIVED
97 MAY 13 AM 10:44
[Signature]

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 MAY 12 10:10:02

**ARTICLES OF INCORPORATION OF
ESTELA CORPORATION**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAY 12 PM 3:02

**ARTICLES OF INCORPORATION OF
ESTELA CORPORATION**

The undersigned, for the purpose of forming a corporation under the Florida
Business Corporations Act do hereby adopt the following Articles of Incorporation:

**ARTICLE I
NAME**

The name of the corporation is **ESTELA CORPORATION**

**ARTICLE II
OFFICES**

The principal place of business and mailing address of this corporation shall be:

**1221 NW. 102 WAY
CORAL SPRINGS, FL 33071**

The corporation may have such other offices, either within or without the State of Florida, as the board of directors may designate, or as the business corporation may require from time to time.

**ARTICLE III
PURPOSE**

The general purposes for which the corporation is organized are:

1. To engage in general services, including but not limited to: **WHOLESALE**
2. To transact any other lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

**ARTICLE IV
CAPITALIZATION AND SHARES**

The number of shares which the corporation is authorized to issue is 1000 common shares at 5.00 par value.

**ARTICLE V
REGISTERED AGENT**

The name and address of the initial registered agent shall be:

**AURELIO D. ESTELA
1221 NW. 102 WAY
CORAL SPRINGS, FL 33071**


**ARTICLE VI
DIRECTORS**


The number of directors constituting the initial board of directors is/are (3). The name and address of each director is:

**AURELIO D. ESTELA
1221 NW. 102 WAY
CORAL SPRINGS, FL 33071**


**MAGDA A. ESTELA
1221 NW. 102 WAY
CORAL SPRINGS, FL 33071**

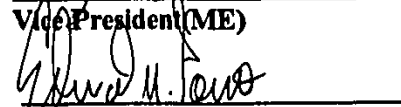
**EDWARD M. PORRO
1221 NW. 102 WAY
CORAL SPRINGS, FL 33071**



President (AE)


Treasurer (AE)



Vice President (ME)


Secretary (EP)

**ARTICLE VII
INCORPORATES**

The name and address of each incorporate is:

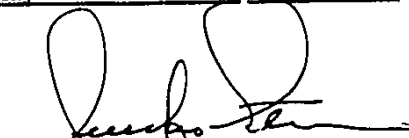
**PRESIDENT, TREASURER
AURELIO D. ESTELA
1221 NW. 102 WAY
CORAL SPRINGS, FL 33071**

**VICE-PRESIDENT
MAGDA A. ESTELA
1221 NW. 102 WAY
CORAL SPRINGS, FL 33071**

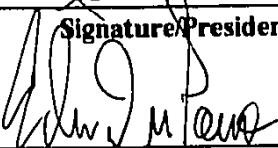
**SECRETARY
EDWARD M. PORRO
1221 NW. 102 WAY
CORAL SPRINGS, FL 33071**

The undersigned has (have) executed these Articles of Incorporation this

8. day of May, 1997



Signature/President, Treasurer



Signature/Secretary



Signature/Vice-President

FILED
STATE
07/11/97

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

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statements in designating the registered office / registered agent, in the state of Florida.

1. The name of the corporation is: **ESTELA CORPORATION**
2. The name and address of the registered agent and office is:

**AURELIO ESTELA
1221 NW. 102 WAY
CORAL SPRINGS, FL 33071**

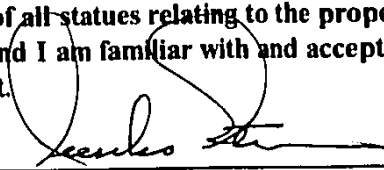


Magda Estela
Signature/corporate officer

Title Vice President

Date 05/8/97

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in the 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.



Signature, Aurelio Estela

Date 05/08/97