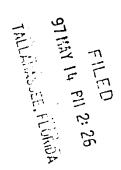
P970000 43639

TRANSMITTAL LETTER

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

SUBJECT:

D.E.O.I. Inc.



4

000002163390--4 -05/02/97--01068--015 *****78.75 ******78.75

(F	roposed corporate r	name - must include su	ffix)	
Enclosed is an origina for : \$70.00 Filing Fee	I and one (1) co X \$78.75 Filing Fee & Certificate	py of the articles of \$122.50 Filing Fee & Certified Copy Additional Cop	\$131.25 Filing Fee. Certified Copy & Certificate	and a check
FROM: Manuel Paredes Name (printed or typed)				
	2381 N.W. 34 Street Address			
Miami, Florida 33142 City, State & Zip				
	(305) 6	33-/423 Telephone number		A 165°
	·			502

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

May 7, 1997

MANUEL PAREDES 2381 NW 34 STREET MIAMI, FL 33142

SUBJECT: D.E.O.I. INC.

Ref. Number: W97000010509

97 MAY 11 PH 2: 26

We have received your document for D.E.O.I. INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6904.

Freida Chesser Corporate Specialist

Letter Number: 597A00024156

ARTICLES OF INCORPORATION

for

Distribuidora.E.O.I. Inc.

The undersigned, acting as incorporator(s) of a corporation pursuant to Chapter 607, Florida Statutes, adopt(s) the following Articles of incorporation:

ARTICLE ! - Name

The name of the corporation shall be: Distribuidora E.O.I. Inc.

ARTICLE II - Principal place of business and mailing address

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

2381 N.W. 34 Street Miami, Florida 33142

ARTICLE III - Purposes(s)

The specific purpose(s) for which the corporation is organized is (are): For the purpose of transacting any and all lawful business.

ARTICLE IV - Manner of election of directors

The manner in which the directors are elected or appointed is as follows:

The number of directors may be either increase or diminished from time to time by the Bylaws but shall never be less than one.

ARTICLE V - Limitation of corporate powers

The corporate powers of this corporation are as provided in section 607.00302, Florida Statutes, unless limited as follows:

ARTICLE VI - Initial registered agent and street address The name and the street address of the initial registered agent is:

Manuel Paredes 2381 N.W. 34 Street Miami, Florida 33142

ARTICLE VII - Incorporators

The name(s) and the street address(es) of the incorporator(s) for these articles of incorporation is(are):

Manuel Paredes

2381 N.W. 34 Street Miami, Florida 33142

The undersigned incorporator(s) has (light this28day ofApril	have) executed these Articles of incorporation, 1997
Signature(s) of Incorporator(s)	
Handar.	Manuel Paredes
1: montes	Typed name of incorporator signing
	Typed name of incorporator signing
	Typed name of incorporator signing

ARTICLE VIII - Shares

This corporation is authorized to issue 500 shares of one dollars (\$1.00) per value common stock which shall be designated "COMMON SHARES".

ARTICLE IX - Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class and series as that which he/she already holds, shall have the right to purchase his pro rate share thereof (as nearly as may be done without the issuance of fractional shares) at the price which is offered to others.

ARTICLE X - Bylaws

The power to adopt, alter, ammend or repeal bylaws shall be vested in the Board of Directors and the Shareholders.

ARTICLE XI - Calling of Special Meetings

Special meetings of shareholders maybe called by the Board of Directors or the holder (s) of no less than one tenth of all the shares entitled to vote at the meeting.

ARTICLE XII - Shareholder Quorum and Voting

The majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders, if a quorum is present, the affirmative vote of the shares represented at the meeting shall be the act of the shareholders.

ARTICLE XIII - Approval of Shareholders Required for Merger

The approval of the shareholders of this corporation is required for any plan of merger, wether or not is required by law.

ARTICLE XIV - Amendment

This corporation reserves the right to amend or repeal any provision contained in these articles of incorporation, or any amendment hereto, and any right, conferred upon the shareholders is subject to this reservation.

CERTIFICATE OF DESIGNATION OF 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 STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:	Distribuidora E,O.I. Inc.	<u> </u>
		I KAN
2. The name and address of the registered agent and office is:		14 PM 2: 26 ASSEE, FLORIDA
Ma	anuel Paredes (NAME)	2: 26 LORIDA
2. (P.O. F	381 N.W. 34 Street Box or Mail Drop Box NOT ACCEPTABLE)	
M	iami, Florida 33142 (CITY/STATE/ZIP)	
corporation at the place designated agent and agree to act in this capa	l agent and to accept service of proce l in this certificate, I hereby accept the a city. I further agree to comply with the performance of my duties, and I am fam	ppointment as registered provisions of all statutes
Hazolis (SIGNATU	04/28/97 JRE) (DATE)	