

P97000047846
CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(904) 224-8870 • 1-800-342-8062 • Fax (904) 222-1222

FILED

97 MAY 30 PM 12:42

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Markne America, Inc.

EFFECTIVE DATE
5-23-97

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-05/30/97--01014--003
****122.50 ****122.50

- ☒ Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Name Reservation _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- ☒ Cert. Copy _____
- _____ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier _____

K.R. MAY 30 1997

Signature _____

Requested by: _____

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

DIVISION OF CORPORATION

97 MAY 30 AM 9:19

RECEIVED

EFFECTIVE DATE

5 23 '77

ARTICLES OF INCORPORATION
OF
MAKRO AMERICA, INC.

The undersigned subscriber to these articles of incorporation, is a natural person competent to contract and whom I hereby associate myself with to form a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be MAKRO AMERICA, INC.

ARTICLE II - PURPOSES

The corporation may engage in any lawful business, joint ventures, projects and any other business that is permissible under the laws of the United States and the State of Florida.

ARTICLE III - CAPITAL STOCK

The authorized capital of this corporation shall consist of 1000 shares of common stock of \$0.01 (one penny in U.S. currency) par value.

ARTICLE IV - STREET ADDRESS OF THE
CORPORATION'S INITIAL REGISTERED PRINCIPAL OFFICE

The principle place of the corporation shall be as follows:

14390 SW 97 LANE
Miami, Florida 33186

ARTICLE V - INITIAL REGISTERED AGENT

The initial registered agent and the incorporator for the corporation is:

Cesar Eduardo Cuneo
7820 SW 196 Terrace
Miami, Florida 33189

ARTICLE VI

The corporation shall not have less than one director as provided by the by laws. The number of directors may either be increased or decreased with the consent of all stockholders.

ARTICLE VII

The power to adopt, alter , amend or otherwise dissolve the corporation shall be vested to the Board of Directors.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

The following shall constitute the first board of Directors and the officers of the corporation.

Name	Address
Fatima del Rocio Sancho (President/Treas)	14390 SW 97 Lane Miami, Florida 33186

ARTICLE IX

The private properties of the stockholders shall not be subject to the payment of any of any corporate debts to any extent whatsoever.

ARTICLE X

Subject to the provisions and conditions of this article, the corporation shall have full power and lawful authority to accept properties, labor and services in lieu of payment of shares of its capital stocks at an appropriate evaluation to be fixed by the Board of Directors.

ARTICLE XI

The directors of the corporation may transact business, borrow, lend, deal, or contract with the corporation and with other persons(s) competent and authorized to enter into contracts to full extent but only subject to the limitations and provisions of the laws of the State of Florida and the United States.

ARTICLE XII

The corporation shall indemnify each director and officer of the corporation against all or any expenses reasonably incurred by them in connection with or arising out of any action, suit or proceeding in which they may be involved, by reason of them being or having been the director or officers of the corporation, to the fullest extent permitted by subject only to the limitations and provisions of the laws of the State of Florida and the laws of the United States.

ARTICLE XIII

The duration of the corporation shall be perpetual existence, commencing on the date of execution of these Articles of Incorporation.

ARTICLE XIV

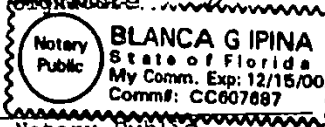
This Corporation reserves the right to ament or appeal any provisions contained in these Articles Of Incorporation, or amendment hereto, and any right conferred upon the shareholders is subject to reservation.

STATE OF FLORIDA) SS
COUNTY OF DADE)

The undersigned authority, Cesar Eduardo Cuneo is known to me to be the person who executed the foregoing Articles of Incorporation and whose signature appears below, has executed before me for the purpose of incorporating the corporation with the State of Florida.

SWORN TO AND SUBSCRIBED BEFORE ME THIS 23TH DAY OF MAY
1997 at Dade, Miami, Florida.

ID: ADL 6348810

Blanca G. Ipinia
Signature

Notary Public

5/23/97
Date

My Commission expires: 12/15/00.

Having been named to accept service or process for: Makro America Inc at the place designed in these Articles of Incorporation, I hereby agree to act in the capacity and
I further agree to comply with the provisions of all statutes relative to the proper and complete performance of all my duties.

Dated this _____ of April, 1997.

Cesar Eduardo Cuneo
Registered Agent
Cesar Eduardo Cuneo

FILED
97 MAY 30 PM 12:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA