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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: CORPORATE CREATIONS INTERNATIONAL INC.

ACCT#: 073171003004

CONTACT: JOHANN G. RODRIGUEZ

PHONE: (305)672-0686

Brian Evans

FAX #: (305)672-9110

NAME: GEORGIA IMPORT & EXPORT INC.

AUDIT NUMBER.....H97000008993

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

CERT. OF STATUS..1

PAGES..... 4

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 2, 1997

CORPORATE CREATIONS INTERNATIONAL INC.

SUBJECT: GEORGIA IMPORT & EXPORT INC.
REF: W97000012832

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Becky McKnight
Document Specialist

FAX Aud. #: 89700008993
Letter Number: 097A00029690

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ARTICLES OF INCORPORATION

Article I. Name

EFFECTIVE DATE

6-2-97

The name of this Florida corporation is:
Georgia Import & Export Inc.

Article II. Address

The mailing address of the Corporation is:
Georgia Import & Export Inc.
3605 360th Way
West Palm Beach FL 33407

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:

Georgia Gadelha Rodrigues
Bernardo Rodrigues Da Costa Gadelha

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.

Corporate Creations International Inc.
401 Ocean Drive #312 (Door Code 125)
Miami Beach FL 33139-6629
(305) 672-0886

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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:
Corporate Creations International Inc.
401 Ocean Drive #312 (Door Code 125)
Miami Beach FL 33139-6629

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on June 2, 1997.

The undersigned incorporator executed these Articles of Incorporation on June 2, 1997.



CORPORATE CREATIONS INTERNATIONAL INC.
Brian R. Fons Vice President

Corporate Creations International Inc.
401 Ocean Drive #312 (Door Code 125)
Miami Beach FL 33139-6629
(305) 672-0686

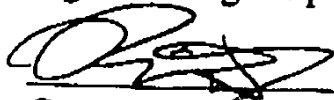
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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE****CORPORATION:**

Georgia Import & Export Inc.

REGISTERED AGENT/OFFICE:Corporate Creations Enterprises, Inc.
4521 PGA Boulevard #211
Palm Beach Gardens FL 33418FILED
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TALLAHASSEE, FLORIDA

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.
Brian R. Fons, Vice President

Date: June 2, 1997

Corporate Creations International Inc.
401 Ocean Drive #312 (Door Code 125)
Miami Beach FL 33139-8629
(305) 672-0686

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