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TRANSMITTAL LETTER

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

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400002208174-2
-08/15/97--01041--002
*****78.75 *****78.75

SUBJECT: Carnes Argentinas Corporation of America, Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for

FILED
97 AUG 15 PM 1:26
STATE OF FLORIDA
TALLAHASSEE

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$126.26
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Brenda Dee VanScheper
Name(Printed or typed)

1617 North Flagler Drive, Suite 104
Address

West Palm Beach, Florida 33407
City, State & Zip

(561) 832-3945
Daytime Telephone Number

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

AUG 18 1997

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation

ARTICLE I NAME

The name of the corporation shall be:

Carnes Argentinas Corporation of America, Inc.

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TALLAHASSEE, FLORIDA

ARTICLE II PRINCIPAL OFFICE

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

1617 North Flagler Drive
Suite 104
West Palm Beach, Florida 33407

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1000

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

BRENDA DEE VAN SCHIPEN
1617 North Flagler Drive
Suite 104
West Palm Beach, Florida 33407

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

BVC CORPORATION OF AMERICA, INC.
1617 North Flagler Drive
Suite 104
West Palm Beach, Florida 33407

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this
13th day of August, 19 97.

Brenda D. VanSchiepen
Signature

Notarization is not required

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

**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 Carnes Argentinas Corporation of America, Inc.

2 The name and address of the registered agent and office is:

Brenda Dee VanScheper
(NAME)

1617 North Flagler Drive, Suite 104
(P.O. Box or Mail Drop Box **NOT** Acceptable)

West Palm Beach, Florida 33407
(CITY/STATE/ZIP)

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

Brenda D. VanScheper
(SIGNATURE)

8/13/97
(DATE)