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9/05/97

FLORIDA DIVISION OF CORPORATIONS
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((H97000014715 1))

TO: DIVISION OF CORPORATIONS	FAX #: (850)922-4001
FROM: FAS-T CORP. AGENTS, INC. CONTACT: LIDIA FERNANDEZ PHONE: (305)599-0839	ACCT#: 071001002335 FAX #: (305)716-0346
NAME: POLU'S CORP.	
AUDIT NUMBER.....H97000014715	
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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

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ARTICLES OF INCORPORATION
OF
POLU'S CORP.

THE UNDERSIGNED INCORPORATOR, FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA GENERAL CORPORATE ACT, HEREBY ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION.

ARTICLE I: NAME

THE NAME OF THE CORPORATION SHALL BE: POLU'S CORP.

ARTICLE II: NATURE OF THE BUSINESS

THIS CORPORATION MAY ENGAGE IN OR TRANSACT ANY OR ALL LAWFUL ACTIVITIES OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES, THE STATE OF FLORIDA, AND ANY OTHER STATE, COUNTRY, TERRITORY OR NATION. THE PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS OF THIS CORPORATION SHALL BE:

4794 NW 104TH AVENUE
MIAMI, FL 33178

ARTICLE III: CAPITAL STOCK

THE AGGREGATE NUMBER OF SHARES OF STOCK AND ITS PAR VALUE THAT THIS CORPORATION IS AUTHORIZED TO ISSUE AND HAVE OUTSTANDING AT ANY ONE TIME IS: 1,000 SHARES OF COMMON STOCK, PAR VALUE \$ 1.00 PER SHARE.

Prepared by: Andrade, Hernandez, Pazos & Co.
520 Biltmore Way
Coral Gables, Fl 33134
(305) 444-8800

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ARTICLE IV: TERM OF EXISTENCE

THIS CORPORATION SHALL EXIST PERPETUALLY.

ARTICLE V: OFFICERS AND DIRECTORS

THE NAMES AND STREET ADDRESSES OF THE INITIAL OFFICER AND DIRECTOR, WHO SHALL HOLD OFFICE THE FIRST DAY OF THE CORPORATION'S EXISTENCE UNTIL HIS SUCCESSORS ARE ELECTED IS:

PRESIDENT / SECRETARY

MARIA SUZETE DOS SANTOS
SS#590-29-0527
9804 COSTA DEL SOL BLVD.
MIAMI, FLORIDA 33178

VICE PRESIDENT

PEDRO INACIO DOS SANTOS
RUA SIMOES MAGRO 155. PARQUE
JABAQUARA.
SAO PAULO, S.P. 04342-100.
BRAZIL

ARTICLE VI: INCORPORATOR

THE NAME AND STREET ADDRESS OF THE INCORPORATOR TO THESE ARTICLES OF INCORPORATION IS:

MARIA SUZETE DOS SANTOS
SS#590-29-0527
9804 COSTA DEL SOL BLVD.
MIAMI, FLORIDA 33178

SIGNATURE OF INCORPORATOR


MAREK SUZETE DOS SANTOS

DATE: 9/5/97

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OF THE FLORIDA STATUTES, THE UNDERSIGNED CORPORATION SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/AGENT, IN THE STATE OF FLORIDA.

1. THE NAME OF THE CORPORATION IS: POLU'S CORP.
2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS:

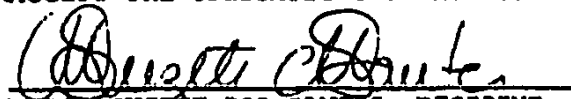
MARIA SUZETE DOS SANTOS
SS#590-29-0527
9804 COSTA DEL SOL BLVD.
MIAMI, FLORIDA 33178

SIGNATURE:



MARIA SUZETE DOS SANTOS
DATE: SEPTEMBER 5TH, 1997

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.



MARIA SUZETE DOS SANTOS, RESIDENT
DATE: SEPTEMBER 5TH, 1997

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