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9/30/97

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
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NAME: COLDSWEATS, INC.

AUDIT NUMBER.....H97000016206

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

CERT. OF STATUS..1

PAGES..... 3

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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09/30/97 11:03 Florida Department pl /1



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

September 30, 1997

FAS-T CORP AGENTS INC

SUBJECT: COLDWEATS, INC.
REF: W97000022304

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97 SEP 30 PM 12:25

ARTICLE OF INCORPORATION

OF

COLDSWEATS , INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I NAME

The name of the corporation shall be: COLDSWEATS , INC.

The principal place of business of this corporation shall be:

8857 NW. 117 TH. ST.
HIALEAH GARDENS, FL. 33018

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United State, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: 100 = \$ 10.00 = \$ 1,000.00

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

PREPARED BY: BASIC ACCOUNTING SERVICE
692 W. 29 Street #9
Hialeah, Florida 33012
(305) 887-4185

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) if any, who shall hold office the first year of the corporation's existence or until their successor(s) is (are) elected, is(are):

JOSE C. FERRER

DIRECTOR

8857 NW. 117 TH. ST.

MIAMI GARDENS, FL. 33018

ARTICLE VI INCORPORATOR(S)

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

JOSE C. FERRER

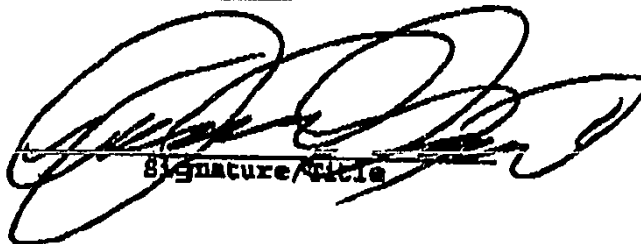
PRESIDENT, SECRETARY & TREASURER

8857 NW. 117 TH. ST.

100 shares

MIAMI GARDENS, FL. 33018

The undersigned has(have) executed these Article of Incorporation this 26 th. day of September, 1997.


Signature/Title

Signature/Title

Signature/Title

FILED

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

97 SEP 30 PM12:25

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of sections 607.0501 or 617.0501, 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: _____
COLDWEATS , INC. _____
2. The name and address of the registered agent and office is _____
JOSE C. FERRER
(Name)
8857 NW. 117 TH. ST.
(P. O. BOX NOT ACCEPTABLE)

HIALEAH GARDENS , FLORIDA 33018
(CITY/STATE/ZIP)

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED 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 MY POSITION AS REGISTERED AGENT.

SIGNATURE _____

DATE _____

09-26-97