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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

VALIDATION ONLY

11/6/97.

Lely

Emilio C. Pastor

Requestor's Name

255 University Drive

Address

Coral Gables, FL 33134

City

State

ZIP

Phone

(305)569-6100C

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CORPORATION(S) NAME

Mauro's International, Inc.

U.S. DEPARTMENT OF COMMERCE

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RECEIVED

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| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Foreign | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of Registered Agent |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input checked="" type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| | | <input type="checkbox"/> Mail Out |

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

Certified copy



Empire Toll Free: 1-800-432-3028

11/10/97

ARTICLES OF INCORPORATION

OF

MAURO'S INTERNATIONAL, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the Laws of the State of Florida.

ARTICLE I

NAME OF CORPORATION

The name of the Corporation shall be **MAURO'S INTERNATIONAL, INC.**

ARTICLE II

The general nature of the business to be transacted by this corporation is to import and export merchandise to and from Colombia, and any other activities or business permitted under the laws of the United States and the State of Florida.

To manufacture, purchase or otherwise acquire, and to own, mortgage, pledge sell assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, and services, of every class, kind and description except that it is not to conduct a banking safe deposit, trust insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchise, patents, copyrights, trademarks and licenses, in the State of Florida, and in all other states and countries.

To conduct debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgages, transfers or corporate property,

or other instruments to secure the payment of corporate indebtedness as required.

To purchase the corporate assets of any other corporation and engage in the same or other character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidence of indebtedness created by any other corporation of the State of Florida, or any other state or government, and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is one hundred (100) shares at Ten (\$10.00) Dollars par value.

ARTICLE IV

INITIAL CAPITAL

The amount of capital with which this corporation will begin business is not less than One Thousand (\$1,000.00) Dollars.

ARTICLE V

TERMS OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI

PRINCIPAL PLACE OF BUSINESS

The initial street address in this State of the principal office of this corporation is: 12465 S.W. 143rd Lane, Miami, Fl 33186. The Board of Directors may, from time to time, move the principal office to any other address in Florida.

ARTICLE VII

DIRECTORS

This corporation shall have no less than two (2) directors initially. The number of directors may be increased or diminished from time to time, by by-laws adopted by the stockholders.

ARTICLE VIII

INITIAL DIRECTORS AND OFFICERS

The names and street addresses of the members of the first Board of Directors are:

JUVER ALFONSO SALAZAR, President/Secretary
SONIA VALENCIA, Vice-President/Treasurer

INCORPORATORS

The names and street addresses of the incorporators of these Articles of Incorporation, who are competent to contract, and execute these articles of incorporation as directors and officers of the the corporations are: **Sonia Valencia, 6165 S.W. 130h Avenue, Miami, Fl 33183.**

REGISTERED AGENT

The initial designation of the registered office of this corporation shall be 255 University Drive, Coral Gables, Florida 33134, and the registered Agent shall be EMILIO PASTOR. Pursuant to Florida Statutes Section 607.164, having been named to accept process for the above stated corporation, at the place designated in these Articles of Incorporation, I hereby accept to act in the capacity, and agree to comply with the provisions of the Act relative to keeping open said office.

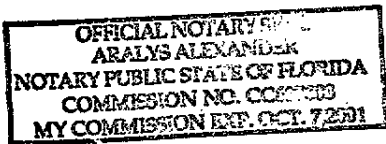
By: 
Registered Agent

STATE OF FLORIDA)
COUNTY OF DADE)

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in the State and County named above, to take acknowledgments, personally appeared, EMILIO PASTOR, to me known to be the person described as Registered Agent, in and who executed the foregoing Articles of Incorporation, acknowledged before me that he executed those Articles of Incorporation.

WITNESS my hand and seal, in the County and States named above, this 4th day of November, 1997.

Aralys Alexander



ARTICLE IX

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at stockholder's meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, we, the incorporators above named, have hereunto set out hands and seals this _____ day of _____, 1997.

Sonia Valencia
SONIA VALENCIA

STATE OF FLORIDA)
COUNTY OF DADE)

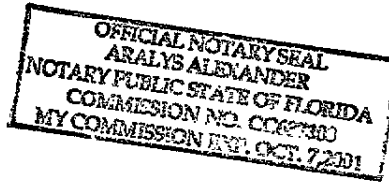
I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above, to take acknowledgments, personally appeared, SONIA VALENCIA, to me known to be the person described as incorporator in, and who executed the foregoing Articles of Incorporation, acknowledged before me that she subscribed to those Articles of Incorporation.

WITNESS my hand and seal, in the County and State named above, this 4th day of November, 1997.

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97 NOV 10 PM 12:54
NOTARY PUBLIC
STATE OF FLORIDA

Aralys Alexander
NOTARY PUBLIC

MY COMMISSION EXPIRES:



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED