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FLORIDA DIVISION OF CORPORATIONS
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((H98000003211 3))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
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NAME: ALL LATIN TRADING, INC.

AUDIT NUMBER.....H98000003211

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

CERT. OF STATUS..0

PAGES..... 4

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
ALL LATIN TRADING, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is ALL LATIN TRADING, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock which shall be designated "Common Shares".

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENTS

The street address of the initial registered office of this corporation is 10360 S.W. 139 Court, Miami, Florida 33186 and the name of the initial registered agent of this corporation and the address is Margaret Zelaya, at 10360 S.W. 139 Court, Miami, Florida 33186.

ARTICLE VII- INITIAL BOARD OF DIRECTORS

This corporation shall have 4 Director (s) constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the By Laws. The name(s) and address(es) of the initial Board of Directors of this

Prepared By: MARLENE LEON-RUBIDG
9990 SW 77th AVENUE
MIAMI, FL 33156
MARCUS CENTRE, PH-4A
(305)596-2211

Corporation is (are):

<u>NAME</u>	<u>ADDRESS</u>
LUIS . A. GOMEZ	10360 S.W. 139 Court Miami, Florida 33186
ROGER FISCHER	10360 S.W. 139 Court Miami, Florida 33186
MARGARET ZELAYA	10360 S.W. 139 Court Miami, Florida 33186
EVA M. ZELAYA	10360 S.W. 139 Court Miami, Florida 33186

ARTICLE VIII - INCORPORATORS

The name and address of each person signing these Articles is:

<u>NAME</u>	<u>ADDRESS</u>
LUIS . A. GOMEZ	10360 S.W. 139 Court Miami, Florida 33186
ROGER FISCHER	10360 S.W. 139 Court Miami, Florida 33186
MARGARET ZELAYA	10360 S.W. 139 Court Miami, Florida 33186
EVA M. ZELAYA	10360 S.W. 139 Court Miami, Florida 33186

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 11 day of February, 1998.

[Signature]
LUIS A. GOMEZ

[Signature]
ROGER FISCHER

[Signature]
MARGARET ZELAYA

[Signature]
EVA M. ZELAYA

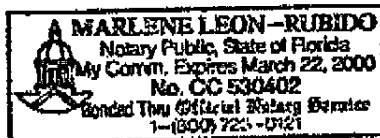
STATE OF FLORIDA

COUNTY OF DADE

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared LUIS A. GOMEZ, ROGER FISCHER, MARGARET ZELAYA, AND EVA M. ZELAYA and known to be, and known personally to me to be, the persons who did take an oath and acknowledged and executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 11 day of February, 1998.

My Commission Expires:



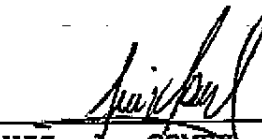
[Signature]
NAME: Marlene Leon-Rubido
NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE
COMMISSION NO.:


CERTIFICATE DESIGNATING REGISTERED AGENT AND
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF
AGENT UPON WHOM PROCESS MAY BE SERVED

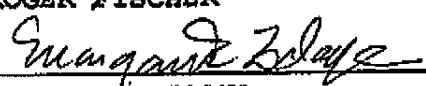
In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

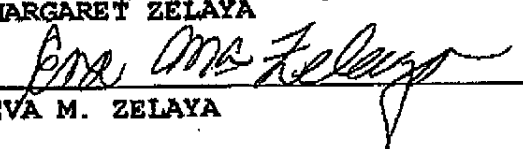
FIRST, that LUIS A. GOMEZ, ROGER FISCHER, MARGARET ZELAYA, AND EVA M. ZELAYA, as incorporators of ALL LATIN TRADING, INC. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 10360 S.W. 139 Court, Miami, Florida 33186, has named Margaret Zelaya, at 10360 S.W. 139 Court, Miami, Florida 33186, as its agent to accept service of process within Florida.

Dated: 2-9-98



LUIS A. GOMEZ


ROGER FISCHER


MARGARET ZELAYA


EVA M. ZELAYA

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.



MARGARET ZELAYA
Registered Agent