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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: PERLA DEL CARIBE, INC.

AUDIT NUMBER.....H98000003662

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

CERT. OF STATUS..0

PAGES..... 4

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
PERLA DEL CARIBE, INC.

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: PERLA DEL CARIBE, INC.

The principal place of business of this corp. shall be: 2275 WEST 9TH AVE
HIALEAH FL 33010

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any of all lawful activities of business permitted under the laws of the United States, 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 500@ \$1.00 authorized to have outstanding at any one time is: FIVE HUNDRED @ \$1.00 (ONE DOLLAR). 250 OWNED BY CLARA MARTINEZ & 250 OWNED BY LILIANA MARTINEZ. THESE SHARES CANNOT BE SOLD WITHOUT CONSENT OF BOTH PARTIES.

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

Jose Nae
3899 NW 7th ST. Suite 203
Miami, FL 33126

DATE 1/25/98
P.02/04

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EMPIRE CORPORATE KIT

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ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and directors(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):

LILIANA MARTINEZ MALO VICE-PRESIDENT & TREASURER
10265 SW 70TH STREET
MIAMI, FL 33173

CLARA MARTINEZ PRESIDENT & SECRETARY
2275 WEST 9TH AVE
HIALEAH, FL 33010

ARTICLE VI INCORPORATOR(S)

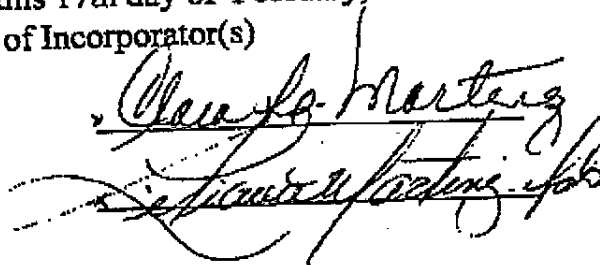
The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

LILIANA MARTINEZ MALO
10265 SW 70TH STREET
MIAMI, FL 33173

CLARA MARTINEZ
2275 WEST 9TH AVE
HIALEAH, FL 33010

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 17th day of February, 1998.

Signature(s) of Incorporator(s)



Jose Nae
3899 NW 7th ST. Suite 203
Miami, FL 33126

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CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325 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: PERLA DEL CARIBE, INC.

2. The name and address of the registered agent and office is:
CLARA MARTINEZ
2275 WEST 9TH AVE

(P.O. BOX NOT ACCEPTABLE)

HIALEAH FL 33010

(CITY/STATE/ZIP)

SIGNATURE

Clara P. Martinez
(Corporate Officer)

TITLE

PRESIDENT

DATE

February 17, 1998

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED 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 AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE

Clara P. Martinez
(Registered Agent)

DATE

2-18-98

Jose Nae
3899 NW 7th ST. Suite 203
Miami, FL 33126

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