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OFFICE USE ONLY (Document #)

MARTA BAQUES B.A.

(Requestor's Name)

930 E. 16th PLACE

(Address)

HIACLEAH, FL. 33010 305-887-2691

(City, State, Zip)

(Phone #)

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*****70.00 *****70.00

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Via Rio, Inc. → Translation is Rio Way, Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #) *(like the other)*
4. _____
(Corporation Name) (Document #)

- Walk in Pick up time Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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 TALLAHASSEE, FLORIDA

René Baques gave me the translation.

Requestor's Initials TA 4/21/98

W98-7840

CR2E031(9/92)



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 8, 1998

MARTA BAQUES, B.A.
930 E 16TH PL
HIALEAH, FL 33010

SUBJECT: RISE, INC.
Ref. Number: W98000007840

We have received your document for RISE, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6926.

Tracy Augsburger
Document Specialist

Letter Number: 498A00018673

Articles Of Incorporation

VIA RIO, INC.

We, the undersigned, hereby associate together for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provision of the laws of the state, providing for the information liabilities, rights, privileges and immunities of a corporation for profit.

Article I

Name, Address and Agent

The name of this corporation shall be:

VIA RIO, INC.

(hereinafter referred to as the corporation.) Its registered and principal office shall be located at: 8201 NW 66th STREET #7
MIAMI, FL. 33166

in the County of Dade. Its Registered Agent shall be ANIBAL POSE, located at 8201 NW 66th STREET #7
MIAMI, FL. 33166

County of Dade, State of Florida.

Article II

Nature of Business

Section I. The general nature of the business and objects and purposes to be transacted, promoted and carried on are to do any and all things hereinafter mentioned, as fully and to the same extent as natural persons might or could do, viz:

a. To carry on business in the United States or any foreign-country or countries, to buy, sell, import, export, lease, sub-lease, hold, procure, transport, manufacture, acquire and deal generally, both wholesale and retail, in goods and services of

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all types, both as principal and agent, in any part of the world.

b. To enter into, make, perform and carry out contracts of every kind and for the lawful purpose with any person, firm, association and/or corporation.

c. To exchange in the currency of foreign countries and the currency of the United States.

d. To issue bonds, debentures, and/or obligations of the company from time to time, for the objects and purposes of the company, and to secure the same by mortgage pledge, deed or _____ trust, or otherwise.

e. To purchase, hold and reissue the shares of its capital stock; and to subscribe to purchase, or otherwise acquire, or to guarantee, or to become surety in respect to the stock, bonds or other securities and obligations of the company and other companies.

f. To do all such acts or things as they are incident or conducive to the premises, and to do all and everything necessary, suitable, convenient, or the proper for the accomplishment of any of the purposes of attainment of any of the objectives herein enumerated or incidental to the powers herein named, or which shall at any time appear conducive or expedient for the protection or benefit of the corporation.

g. No recitation or declaration of special powers or purposes herein enumerated shall be deemed to be exclusive, but all lawful powers contained in the laws of the State of Florida, now or in the future, to be enacted hereby included in and made a part thereof by reference.

h. In general, to carry on any incidental business in connection with the foregoing, whether manufacturing or otherwise and to have and exercise all the powers conferred by the laws of the State of Florida upon the corporations of this character.

i. NONE

Article VII
Initial Directors and Officers

The name and addresses of the first Board of Directors who, subject to the provisions of these Articles of Incorporation, the By-laws and the Act of Legislature approved June 1, 1925, and the acts amendatory thereto, shall hold office for the first year of the corporation's existence, or until their successors are elected and shall have qualified, are the following:

<u>Title</u>	<u>Name:</u>	<u>Address:</u>
PRESIDENT	OVIDIO SEGOVIA	4011 NORTH MERIDIAN AVE. APT.23 MIAMI BEACH, FL. 33140
VICE PRESIDENT	GABRIEL N RIVAS	10178 NW 41th STREET MIAMI, FL. 33178

Article VIII
Subscribers

The names and addresses of each subscriber to these Articles of Incorporation and the number of shares which each agrees to take are as follows:

<u>Name & Title</u>	<u>Address</u>	<u>Shares</u>
OVIDIO SEGOVIA PRESIDENT,	4011 NORTH MERIDIAN AVE. APT.23 MIAMI BEACH, FL. 33140	50%
GABRIEL N RIVA VICE PRESIDENT	10178 NW 41th STREET MIAMI, FL. 33178	50%

Article IX


By-Laws

The regulation of the business and the conduct of the affairs of the corporation and the provision creating and limiting the powers of the corporation, the directors and the stockholders, or any class of stockholders of the corporation, shall be controlled by the By-Laws which shall be adopted by the stockholders of the corporation as soon as practicable after the corporation shall be formed, which said By-Laws may, from time to time and whenever necessary, be amended by the Board of Directors of the corporation.

IN WITNESS, WHEREOF, the undersigned have signed these Articles of Incorporation at. MIAMI , Dade County, Florida, for the uses and purposes aforesaid.



President



Vice-President


Secretary

Treasurer

I HEREBY CERTIFY that on this 20th day of MARCH
19 98, before me personally appeared OVIDIO SEGOVIA
and GABRIEL N RIVAS, President and
VICE PRESIDENT respectively, to me well known to be the
persons described as subscribers in and who executed the
foregoing ARTICLES OF INCORPORATION and acknowledged before me
that they subscribed to those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my official seal
and hand at HIALEAH, Dade County, this 20th day
of MARCH, 1998 A.D.

My Commission Expires:



Notary Public, State of FL.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OR PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act.

First: That VIA RIO, INC. desiring to organize under Laws of the State of FLORIDA, with its principal office, as indicated in the articles of Incorporation at 8201 NW 66th STREET #7, MIAMI, FL. 33166 County of MIAMI DADE State of Florida, Has named: ANIBAL POSE

located at 8201 NW 66th STREET #7, MIAMI, FL. 33166

(Street address and number of Building)

City of MIAMI County of MIAMI DADE

State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT.-Must be signed by designated agent.

Having been named to accept service of process from the above-stated Corporation, at place designated in this certificate, I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

By: [Signature]
Resident Agent

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