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CAMPOS AND COMPANY, P.A.
5881 NW 151st. STREET- SUITE 115
MIAMI LAKES, FL. 33014
(305) 826-4181

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April 17, 1998

Division of Corporations
P.O.Box 6327
Tallahassee, FL. 32314

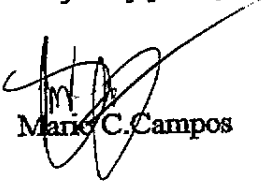
NEW FILING DEPT.

Dear sir:

Enclosed please find the Articles of Incorporation of AMERICAN EXPORT
PURCHASING, INC. and filing fees of \$122.50.

If you have any questions, please give me a call.

Very truly yours,


Mario C. Campos

FILED
98 APR 21 PM 1:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Mario Campos GAVE
AUTHORIZATION BY PHONE TO
CORRECT Crip Nome
DATE 4-22-98
DOC. EXAM. CB

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2/2/98
4

ARTICLES OF INCORPORATION

OF

AMERICAN EXPORT IMPORT & PURCHASING, INC.

FILED
98 APR 21 PM 1:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WE, THE UNDERSIGNED INCORPORATORS, HEREBY ASSOCIATE OURSELVES TOGETHER FOR THE PURPOSE OF BECOMING A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA, PROVIDING THE PROVISIONS OF THE STATUTES OF THE STATE OF FLORIDA, PROVIDING THE INFORMATION, LIABILITIES, RIGHTS, PRIVILEGES AND IMMUNITIES OF CORPORATION FOR PROFIT.

ARTICLE I

THE NAME OF THIS CORPORATION SHALL BE: AMERICAN EXPORT IMPORT & PURCHASING, INC.

ARTICLE II

THE CORPORATION MAY ENGAGE IN ACTIVITY OR BUSINESS PERMITTED UNDER THE LAWS OF THE STATE OF FLORIDA AND THE UNITED STATES.

ARTICLE III

THE MAXIMUM NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDINGS AT ANY TIME SHALL BE AS FOLLOWS:
ONE HUNDRED SHARES, AT \$ 10.00 PAR VALUE, COMMON STOCK.

THE SUBSCRIBING STOCKHOLDERS ARE AS FOLLOWS:

<u>NAME</u>	<u>SHARES</u>
UBALDINO IZAZA ORTEGA	51
MAXIMILIANO FERIA	48
ALICIA M. VERA FERIA	1

THE ENTIRE VOTING POWER OF THE CORPORATION SHALL BE VESTED AND BE ENTITLED TO ONE VOTE, AS SHALL BE MORE FULLY SET FORTH AND DETERMINED IN THE BY-LAWS OF THIS CORPORATION.

ARTICLE IV

THE AMOUNT OF CAPITAL WITH WHICH THIS CORPORATION SHALL BEGIN BUSINESS SHALL BE NO LESS THAN \$ 1,000.00.

ARTICLE V

THE CORPORATION SHALL HAVE PERPETUAL EXISTENCE.

ARTICLE VI

THE CORPORATION STREET ADDRESS OF THE OFFICE OF THIS CORPORATION SHALL BE:

10715 S.W. 190 STREET-BAY 29
MIAMI, FLORIDA 33157

ARTICLE VII

THE NUMBERS OF DIRECTORS SHALL NOT BE LESS THAN ONE (1) AND NOT MORE THAN THREE (3).

ARTICLE VIII

THE RESIDENT AGENT OF THE CORPORATION OF ACCEPTANCE OF SERVICE OF
PROCESS WITHIN FLORIDA SHALL BE:

MAXIMILIANO FERIA
15451 S.W. 169 LANE
MIAMI, FLORIDA 33187

ARTICLE IX

THE NAME STREET ADDRESS OF THE FIRST DIRECTORS WHO, SUBJECT TO THE
PROVISIONS OF THE CERTIFICATE OF INCORPORATION, THE BY-LAWS AND THE
YEAR OF THE CORPORATION'S EXISTENCE, OR UNTIL THEIR SUCCESORS

ARE ELECTED AND HAVE QUALIFIED ARE:

MAXIMILIANO FERIA
10715 SW 190 STREET-BAY 29
MIAMI FLORIDA 33157

UBALDINO ISAZA ORTEGA
10715 SW 190 ST. - BAY 29
MIAMI, FLORIDA 33157

ALICIA M. VEREA FERIA
10715 SW 190 STREET - BAY 29
MIAMI, FLORIDA 33157

ARTICLE X

THE NAME AND ADDRESSES OF THE INCORPORATORS ARE:

MAXIMILIANO FERIA
10715 SW 190 STREET-BAY 29
MIAMI, FLORIDA 33157

UBALDINO ISAZA ORTEGA
10715 SW 190 STREET-BAY 29
MIAMI, FLORIDA 33157

ALICIA M. VEREA FERIA
10715 SW 190 STREET - BAY 29
MIAMI, FLORIDA 33157

ARTICLE XI

THE CORPORATION SHALL HAVE THE RIGHT AND POWER TO: FROM TIME TO TIME
DETERMINE WHETHER AND TO WHAT EXTENT AND AT WHAT TIMES AND
PLACES AND UNDER WHAT CONDITIONS AND REGULATIONS, THE ACCOUNTS
AND BOOKS OF THIS CORPORATION BE OPEN TO INSPECTION BY STATUTE,

UNLESS AUTHORIZED BY A RESOLUTION OF THE BOARD OF DIRECTORS.

THE CORPORATION MAY IN ITS BY -LAWS CONFER POWERS UPON ITS BOARD OF DIRECTORS OR OFFICERS, IN ADDITION TO THE FOREGOING AND IN ADDITION TO POWERS AUTHORIZED AND EXPRESSLY CONFERRED BY STATUTE. IF THE BY-LAWS SO PROVIDE TO HOLD THEIR RESPECTIVE MEETINGS, AND TO HAVE ONE OR MORE OFFICES WITHIN THE STATE OF FLORIDA.

THE CORPORATION RESERVES THE RIGHT TO AMEND , ALTER, CHANGE OR REPEAL ANY PROVISION CONTAINED IN THIS CERTIFICATE OF INCORPORATION, IN THE MANNER NOW OR HEREAFTER DESCRIBED AND PRESCRIBED BY STATUTE.

ARTICLE XII

THIS CORPORATION SHALL HAVE THREE DIRECTORS INITIALLY.THE NUMBER OF DIRECTORS MAY BE EITHER INCREASED OR DINISHED FROM TIME TO TIME BY THE BY-LAWS.

THE NAME AND ADDRESSES OF THE INITIAL DIRECTORS OF THIS CORPORATION ARE:

PRESIDENT	MAXIMILIANO FERIA 15451 SW 169 LANE MIAMI, FLORIDA 33187
VICE-PRESIDENT-TREASURER	UBALDINO ISAZA ORTEGA 10715 SW 190 STREET-BAY 29 MIAMI, FLORIDA 33157
SECRETARY	ALICIA M. VERA FERIA 15451 SW 169 LANE MIAMI, FLORIDA 33187

WE THE UNDERSIGNED, BEING ALL OF THE ORIGINAL INCORPORATORS
HEREINABOVE NAMED FOR PROFIT CORPORATION TO DO BUSINESS BOTH
WITHIN AND WITHOUT THE STATE OF FLORIDA, DO HEREBY MAKE,

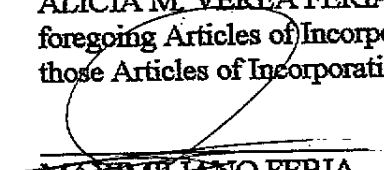
ACKNOWLEDGE AND FILE THIS CERTIFICATE, HEREBY DECLARING AND
CERTIFYING THAT THE FACTS HEREIN STATED ARE TRUE.

MAXIMILIANO FERIA
PRESIDENT

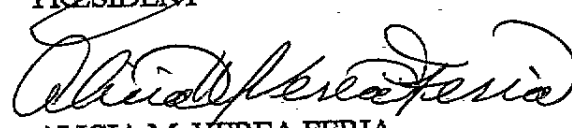
UBALDINO ISAZA ORTEGA
VICE-PRESIDENT

ALICIA M. VERA FERIA
SECRETARY

BEFORE ME, a notary public authorized to take acknowledgements in the state and county set forth above, personally appeared MAXIMILIANO FERIA, UBALDINO ISAZA ORTEGA, ALICIA M. VERA FERIA known to me and known by me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledge before me that they executed those Articles of Incorporation.


MAXIMILIANO FERIA
PRESIDENT


UBALDINO ISAZA ORTEGA
VICE PRESIDENT


ALICIA M. VERA FERIA
SECRETARY


OFFICIAL NOTARY SEAL
MARIO C CAMPOS
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC4536
MY COMMISSION EXP. APR. 19, 1999

OFFICIAL NOTARY SEAL
MARIO C CAMPOS
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC453836
MY COMMISSION EXP. APR. 19, 1999

FILED
98 APR 21 PM 1:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION

REGISTER AGENT/ REGISTERED OFFICE

Pursuant to the provisions of section 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.

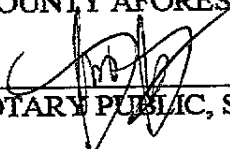
1. The name of the corporation is: AMERICAN EXPORT IMPORT & PURSCHASING, INC.

2. The name and address of the registered agent and office is:

MAXIMILIANO FERIA
15451 SW 169 LANE
MIAMI, FLORIDA 33187

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT 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 REGISTERED AGENT.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED MY OFFICIAL SEAL IN THE STATE AND COUNTY AFORESAID, THIS 1ST. DAY OF APRIL 1998.



NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:

OFFICIAL NOTARY SEAL
MARIO C CAMPOS
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC453836
MY COMMISSION EXP. APR. 19, 1999

