

P98000040892

March 17, 1998

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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-04/13/98--01049--005
****122.50 ****122.50

Dear Sirs:

Please find enclosed the Articles of Incorporation and check for the filling of
All Co. Export & Import, Inc.
Please return the certificate to me at :

Alicia Perez
3526 S.W. 113 Place
Miami, FL 33165

Sincerely

Alicia Perez

FILED
98 MAY -5 AM 10:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W98-8423

mc 5/6/98



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 15, 1998

ALICIA PEREZ
3526 S.W. 113 PLACE
MIAMI, FL 33165

SUBJECT: ALL CO. EXPORT & IMPORT, INC.
Ref. Number: W98000008423

We have received your document for ALL CO. EXPORT & IMPORT, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

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.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

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) 487-6067.

Neysa Culligan
Document Specialist

Letter Number: 398A00020093

ARTICLES OF INCORPORATION

FOR

A.P.R. Imports, Corp.

FILED

98 MAY -5 AM 10:45

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, in order to form a corporation under and pursuant to the provisions of the Law of Florida for the purposes set forth below, hereby subscribed to these Articles of Incorporation.

I

The name of the corporation shall be A.P.R. Imports, Corp.

II

The purposes and general nature of the business to be conducted and transacted by the corporation shall be as follows:

- A. To do and transact any and all business as permitted under the laws of the State of Florida and the United States of America. Without limiting any of the purposes, powers and objects of this corporation, it is expressly declared and provided that this corporation shall have power in carrying on its own business, or for the purpose of accomplishment of any of the purposes or attainment of the objects herein above specified, to make and perform contracts of any kind and description and to do any and all other acts and things, and to exercise any and all powers, either as principal, agent or broker, conferred by the Laws of Florida upon corporations, and which a partnership or natural person could do and exercise, and which now or hereafter may be authorized by law.

III

The number of shares of stock that this corporation is authorized to have outstanding at any time is 100 shares of no par value common stock.

IV

The amount of capital with which this corporation shall begin business shall be \$ 100.00

V

The existence of this corporation shall be perpetual.

VI

The principal office of this corporation shall be located at 3526 S.W. 113 Place, Miami, FL 33165

VII

The names and addresses of the first Board of Directors, who shall, subject to these Articles of Incorporation, Bylaws, and the laws of Florida, hold office for the first year of the corporation's existence, or until their successors shall have been elected and qualified, are as follows:

NAME	ADDRESS	Title
Alicia Perez	3526 S.W. 113 Place Miami, FL 33165	President
Lourdes Perez	3526 S.W. 113 Place Miami, FL 33165	Vice-President
Ana Maria Perez	3526 S.W. 113 Place Miami, FL 33165	Officer
Rafaël Angel Perez	3526 S.W. 113 Place Miami, FL 33165	Officer
Mariela Perez	3526 S.W. 113 Place Miami, FL 33165	Officer

The street address of the initial registered office of the Corporation is

3526 S.W. 113 Place
Miami, FL 33165

and the name of the initial registered agent at that address is Alicia Perez

The address of the principal office of the corporation and the mailing address of the corporation is

3526 S.W. 113 Place
Miami, FL 33165

VIII

The name and address of the subscriber to these Articles of Incorporation, and the number of shares of stock each agrees to take, the total aggregate amount of which shall be the sum of \$ 100.00 the amount of capital with which this corporation shall begin business are as follows:

NAME	ADDRESS	SHARE	AMOUNT
Alicia Perez	3526 S.W. 113 Place Miami, FL 33165	30	\$ 30.00
Lourdes Perez	3526 S.W. 113 Place Miami, FL 33165	25	\$ 25.00
Ana Maria Perez	3526 S.W. 113 Place Miami, FL 33165	15	\$ 15.00
Rafael Angel Perez	3526 S.W. 113 Place Miami, FL 33165	15	\$ 15.00
Mariela Perez	3526 S.W. 113 Place Miami, FL 33165	15	\$ 15.00

IX

This corporation shall be initially governed by the stockholders, notwithstanding other provisions of these Articles of Incorporation. At the discretion of the initial sole stockholder or the successor of all shares of the stockholder, or when there are two or more stockholders owning stock in the corporation, at a meeting held for that purpose, stockholders may elect to operate with a Board of Directors and officers as provided elsewhere in these Articles of Incorporation. At such time there shall be elected a minimum of three directors who shall hold

office for one year and after their election or until their successors are elect or appointed and have qualified. The stockholders shall also elect such persons to fill the offices of: PRESIDENT, VICE PRESIDENT, TREASURER. and such other offices as are permitted by the Bylaws of the corporation. The officers shall service for one year after their election or until their successors are elected or appointed and have qualified. The manner and form of electing or appointing officers and directors shall be set out in the By-Laws.

X

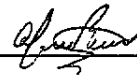
ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT

Having been made initial Registered Agent to accept service and process of the corporation at the initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all of the requirements of the law pertinent thereto.



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98 MAY -5 AM 10:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, I have hereunto made, subscribed and acknowledged these Articles of Incorporation.



STATE OF FLORIDA)

COUNTY OF Miami-DADE)

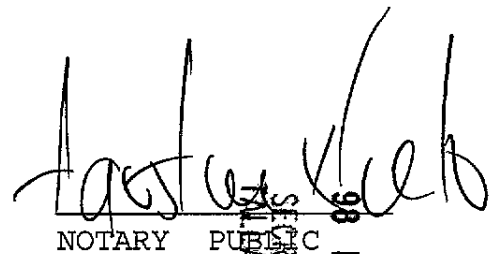
I hereby certify that on this day personally appeared

to me well known to be the same described in and who executed these Article of Incorporation, and acknowledged the Articles to be the act and deed of the subscriber(s) and that the facts set for the therein are true.

WITNESS my hand and seal at Miami, Miami-Dade County, Florida, this 27 day of April, 1998.

My Commission Expires:




NOTARY PUBLIC

FILED
98 MAY -5 AM 10:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA