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(((H98000012814 3)))

DIVISION OF CORPORATIONS TO:

FAX #: (850)922-4001

FROM: FAS-T CORP. AGENTS, INC.

ACCT#: 071001002335

CONTACT: LIDIA FERNANDEZ

FAX #: (305)716-0346

PHONE: (305)599-0839

NAME: MARCIALES MULTISUPPLIES CORP.

AUDIT NUMBER..... H98000012814

DOC TYPE.....FLORIDA PROFIT CORPORATION OR PAR PAGES.....

CERT. OF STATUS.. 0

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** ENTER 'M' FOR MENU. **

M-4/10/98

98 JUL 10 PH 2: 42 SECRETARY OF STATE ATALKAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF MARCIALES MULTISUPPLIES CORP.

The undersigned does hereby subscribe to, acknowledge and file the following Articles of incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE 1 - NAME

The name of this corporation is MARCIALES MULTISUPPLIES CORP. the principal office is located at 3191 Coral Way #115-D, Miami Fl 33145

ARTICLE II - PURPOSE

This corporation is organized for the purpose of transacting any and all tawful business permitted under the laws of Florida.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to Issue 500 shares of \$1.00 par value common stock, which shall be designated as "Common Shares." All of said stock shall be payable in cash, property (real or personal) or labor or services in lieu thereof at a just valuation to be fixed by the Board of Directors.

ARTICLE IV - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

ARTICLE V - TERM

This corporation shall commence its existence on the date of incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE VI - INCORPORATOR

The name and address of the Initial incorporator hereto is as follows:
ORLANDO MARCIALES
1610 SALZEDO ST #3
CORAL GABLES, FL 33134

Prepared by

ORLANDO MARCIALES 1610 SALZEDO ST #3 CORAL GABLES, FL 33134 305-461-5612

ARTICLE VII - INITIAL BOARD OF DIRECTORS

There shall be at least one (1) member of the Board of Directors of the corporation. The names and addresses of the parties which are to serve as director(s) until the next election are as follows:

ORLANDO MARCIALES

The Board of Directors shall serve for a term of one (1) year, and shall be responsible for electing the officers of the corporation. The officers of the corporation shall consist of a President and such other officers as the Board of Directors may from time to time determine are appropriate in order to carry out the activities of the corporation.

ARTICLE VIII - PRINCIPAL OFFICE AND INITIAL REGISTERED OFFICE AND AGENT

The street address of the principal office and initial registered office of this corporation and name of the initial registered agent of this corporation is:

ORLANDO MARCIALES 3191 CORAL WAY 115-D MIAMI, FL 33145

ARTICLE IX - OFFICERS

The duties of the officers of the corporation shall be fixed in the By-Laws. Officers shall be elected annually. Officers of the corporation until the next election are as follows:

ORLANDO MARCIALES - President

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 10th day of July, 1998.

ORLANDO MARCIALES, Incorporator

STATE OF FLORIDA

COUNTY OF BIRLY &

BEFORE ME, a notary public authorized to take ecknowledgments in the State and County set forth above, personally appeared ORLANDO MARCIALES by me (personally _____ or having shown a photo identification_DL) to be the person who executed the foregoing Articles of Incorporation, and (s)he acknowledged before me that (s)he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seel, in the State and County aforesaid, this 10th day of July , 1998.

NOTARY PUBLIC, STATE OF FLORIDA

MY COMMISSION EXPIRES:

MITCHELL VITELLA NOTANY PURINC, STATE OF FLORIDA MY COMMISSION ESP. MINIMEY 22, 1999 NO. GC 434397

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTIONS 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.

The name of the corporation is: MARCIALES MULTISUPPLIES CORP.

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

ORLANDO MARCIALES 3191 CORAL WAY 115-D MIAMI, FL 33145

HAVING BEEN NAMED AS THE 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 STATUES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITIONS AS REGISTERED AGENT under Section 607.325 Fla Statutes.

ORLANDO MARCIALES, REGISTERED AGENT

DATED: 7-10-98

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