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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: THE PERUVIAN CONNECTION, INC.

AUDIT NUMBER.....H98000013875

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

CERT. OF STATUS..0

PAGES.....4

CERT. COPIES.....1

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ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

THE PERUVIAN CONNECTION, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

8400 S.W. 140th Street
Miami, FL 33158

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

The corporation is authorized to issue Five Hundred shares (500) of One dollar (1.00) per value Common Stock, which shall be designated "Common Shares".

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

TERESA E. AMIGO - 8400 S.W. 140th Street, Miami, FL 33158

Lazaro Toyos-Accountant
7278 S.W. 8th St
Miami, FL 33144- 305-266-6493

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ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

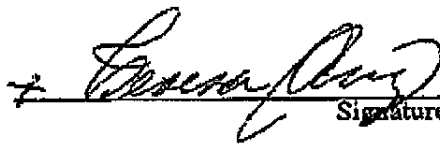
The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

TERESA E. AMIGO
8400 S.W. 140th Street
Miami, FL 33158

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

27th day of JULY, 19 98

(An additional article must be added if an effective date is requested.)



Signature Teresa E. Amigo

Signature

Signature

Notarization is not required

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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: THE PERUVIAN CONNECTION, INC.

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

TERESA E. AMIGO

(NAME)

8400 S.W. 140th Street

(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Miami, FL 33158

(CITY/STATE/Zip)

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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.

Teresa Amigo
(SIGNATURE)

7/27/1998

(DATE)

DIVISION OF CORPORATIONS, P. O. BOX 6327, TALLAHASSEE, FL 32314

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