

P 98000066978

7/30/98

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

1:42 PM

((H98000014142 7))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
PHONE: (305)599-0839

ACCT#: 071001002335

FAX #: (305)716-0346

NAME: INTER-AMERICAN BRANDS CORP.

AUDIT NUMBER.....H98000014142

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

CERT. OF STATUS..1 PAGES..... 3

CERT. COPIES.....0 DEL.METHOD.. FAX

EST.CHARGE.. \$78.75

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

FILED
98 JUL 30 AM 3:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

F. CHESSER JUL 30 1998

ARTICLES OF INCORPORATION
OF

Inter-American Brands Corp.

The undersigned incorporation, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: Inter-American Brands Corp.

The principal place of business of this corporation shall be:

3900 N.W. 79th Ave., Suite 410
Miami, FL 33166

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory, or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is: 1,000

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name and street address of the initial officer and director, if any, who shall hold office the first year of the corporation's existence or until their successor is elected, is:

Armando Gallego, President
3900 N.W. 79th Ave., Suite 410
Miami, FL 33166

Evelyn Gallego, Vice-President
3900 N.W. 79th Ave., Suite 410
Miami, FL 33166

Prepared by: Mary E. Prados CPA
420 Lincoln Road, Suite 363
Miami Beach, Fl 33139 (305) 538-3443

FILED
98 JUL 30 AM 3:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H98000014142

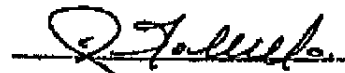
ARTICLE VI INCORPORATOR

The name and street address of the incorporator to these articles of incorporation is:

Armando Gallego
3900 N.W. 79th Ave., Suite 410
Miami, FL 33166

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 30th day of July of 1998

Signature of Incorporator

A handwritten signature in cursive script, appearing to read "Armando Gallego", written over a horizontal line.

H98000014142

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 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.

1. The name of the corporation: INTER-AMERICAN BRANDS CORP.

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

Armando Gallego
3900 N.W. 79th Ave., Suite 410
Miami, FL 33166

FILED
98 JUL 30 AM 3:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Signature Armando Gallego

Title PRESIDENT

Date 7/30/98

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and obligations of Section 607.325, Florida Statutes.

Signature Armando Gallego

Date 7/30/98