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FLORIDA DIVISION OF CORPORATIONS
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((H98000014329 0))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
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NAME: FLORIDA FRUZ CORPORATION

AUDIT NUMBER.....H98000014329

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

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA FRUZ CORPORATION

THE UNDERSIGNED INCORPORATOR, FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA CORPORATION ACT, HEREBY ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION.

ARTICLE I - NAME

THE NAME OF THE CORPORATION SHALL BE:

FLORIDA FRUZ CORPORATION

THE PRINCIPAL PLACE OF BUSINESS OF THE CORPORATION SHALL BE:

7225 N.W. 25TH STREET, SUITE 209
MIAMI, FLORIDA 33122

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 PAR VALUE THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS:

500 SHARES OF \$1.00 PER SHARE

PREPARED BY: LUIS JOSE JARAMILLO

ADDRESS: 7225 N.W. 25th. St., Suite 209, Miami,
Florida 33122 . PHONE: (305) 436-3800

ARTICLE IV - TERM OF EXISTENCE

THIS CORPORATION IS TO EXIST PERPETUALLY. THE CORPORATE EXISTENCE OF THE CORPORATION SHALL COMMENCE AT THE TIME OF FILING THESE ARTICLES OF INCORPORATION BY THE DEPARTMENT OF STATE OF THE STATE OF FLORIDA,

ARTICLE V - OFFICERS DIRECTORS AND SHAREHOLDERS

THE NAMES AND STREET ADDRESSES OF THE INITIAL OFFICERS AND DIRECTORS WHO SHALL HOLD OFFICE THE FIRST YEAR OF THE CORPORATION'S EXISTENCE OR UNTIL THEIR SUCCESSORS ARE ELECTED AND THE SHAREHOLDERS, IS AS FOLLOWS:

LUIS JOSE JARAMILLO
DIR. / PRESIDENT,
SEC. / TREASURER,

7225 N.W. 25TH STREET
MIAMI, FLA. 33122, #209

500 SHARES
\$500.00

ARTICLE VI - INCORPORATOR

THE NAME AND STREET ADDRESS OF THE INCORPORATOR TO THESE ARTICLES OF INCORPORATION IS:

LUIS ARAUZ
7225 N.W. 25TH STREET,
MIAMI, FLORIDA 33122

IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS 3RD. DAY OF AUGUST, 1998.

WITNESS:


INCORPORATOR: LUIS ARAUZ

CERTIFICATE DESIGNATING
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 is: FLORIDA FRUZ CORPORATION

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

LUIS ARAUZ

7225 N.W. 25TH STREET, SUITE 209

(P. O. BOX NOT ACCEPTABLE)

MIAMI, FLORIDA 33122

(CITY/STATE/ZIP)

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 I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 807.325 FLORIDA STATUTES.

LUIS ARAUZ

SIGNATURE

(Registered Agent)

DATE AUGUST 3, 1998

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