USE ONLY LAZARUS CORPORATE FILING SERVICE, INC. (Requestor's Name) 3320 S.W. 87th AVENUE MIAMI, FLORIDA (305)552-5973 (Phone #) (City, State, Zip) LOCAL REPRESENTATIVE TALLAHASSEE OFFICE USE ONLY CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) Pick up time 2100 Certified Copy Walk in Certificate of Status Photocopy Mail out Will wait 500002629 AMENDMENTS NEW FILINGS Amendment **Profit** Resignation of R.A., Officer/Director NonProfit Change of Registered Agent Limited Liability Dissolution/Withdrawal Domestication Merger Other REGISTRATION/ OTHER FILINGS QUALIFICATION Annual Report Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement Trademark Othei Examiner's Initials

CR2E031(9/92)

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ARTICLES OF INCORPORATION

ARTICLE I -- NAME

The name of this corporation is:

COLPA INTERNATIONAL CORP.

With the principal place of business located at:

13815 SW 84th ST. Miami, Florida. 33183

ARTICLE II -- PURPOSE

This corporation shall have the perpetual existence and may engage in any and all lawful business under the laws of the United States and the State of Florida.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of One Dollar (\$1.00) par value common stock.

ARTICLE IV - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash or any new common stock of this corporation, shall have the right to purchase their pro rata share (as nearly as may be done without issuance or fractional shares) at the price at which it is offered to others.

ARTICLE V -- INITIAL REGTISTERED OFFICE

The street address of the registered office of this corporation is: NESTOR R. Cardenas

13815 SW. 84th ST. Miami, Florida. 33183

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) director initially. The number of directors may be either increased or diminished from time to time by law, but shall never be less than one (2). The initials directors of this corporation are:

NESTOR R. CARDENAS	SS <u>#</u> 595 24 7389
NOHORA A. CARDENAS	SS # 590 66 3770
NALY A. CARDENAS	SS # 590 66 3070
CLAUDIA J. CARDENAS	SS # 590 66 4126
NESTOR R. JR. CARDENAS	SS # 589 82 9667

ARTICLE VII -- INCORPORATOR

The name and address of the person signing this article is:

NESTOR R. CARDENAS 13815 SW. 84th ST. Miami, Florida 33183

ARTICLE VIII -- RESTRICTIONS ON THE TRANSFER OF STOCKS

Shares of capital stock of this corporation shall be issued initially to the following persons in the amount set opposite their names:

NESTOR R. CARDENAS	200	Shares
NOHORA A. CARDENAS	200	Shares
NALY A. CARDENAS	200	Shares
CLAUDIA J. CARDENAS	200	Shares
NESTOR R. JR. CARDENAS	200	Shares

Shares held by the initial shareholders listed above may not be resold or otherwise transferred to others unless such shares are first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all the shareholders and this corporation.

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officers or directors to the full extent permitted by law.

ARTICLE X -- MANAGEMENT OF CORPORATION SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the director of, shareholders of this corporation.

ARTICLE XI-BY LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the **Board of Directors** and the **Shareholder**.

In witness whereof, the undersigned incorporator has executed these articles of incorporation this 24th Day of AUGUST Of 1998.

NESTOR R. CARDENAS

President

NOHORA A. CARDENAS

CLAUDIA J. CARDENAS

NESTOR R. JR. CARDENAS

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501 or 617.0501, 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.

. The name of the corporation is:

COLPÁ INTERNATIONAL CORP.

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

Name:

NESTOR R. CARDENAS

Address:

13815 SW. 84th ST

City/State:

Miami, Fl. 33183

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.

SIGNATURE

DATE 08/24/98