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To: Division of Corporations  
Fax Number : (850) 922-4001

From: Account Name : FAS-T CORP. AGENTS, INC.  
Account Number : 071001002335  
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Fax Number : (305) 716-0346

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FLORIDA PROFIT CORPORATION OR P.A.**

**COMMERCIALIZADORA RAMON Y ZAPATA ~~LLC~~ <sup>LIMITADA</sup>, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

Translation: Commercial Ramon & Zapata, <sup>LIMITADA</sup> ~~LLC~~  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE OF INCORPORATION

OF

COMERCIALIZADORA RAMON Y ZAPATA LIMITADA, INC.

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida, for the purposes hereinafter set forth.

ARTICLE I

NAME

The name of the corporation shall be:

COMERCIALIZADORA RAMON Y ZAPATA LIMITADA, INC.

300 South Point Drive, Apt. # 2203 Miami Beach, Fl 33139

ARTICLE II

TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE III

PURPOSE

This corporation may engage in any activity or business permitted under the law of the United States and of the State of Florida.

Prepared by:  
Joaquin N. Fernandez, Esq.  
Fla. Bar No: 229180  
2601 So. Bayshore Drive  
Miami, Florida 33133  
305-858-4301

ARTICLE IV  
CAPITAL STOCK

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

1000 shares of common stock, par value \$1.00.

ARTICLE V  
REGISTERED OFFICE

The initial street address of the initial registered office of this corporation in the State of Florida is : 300 South Point Drive, Apt. #2203, Miami Beach, Florida 33139. The name of the corporation's registered agent is: JUAN FERNANDO RAMON ZAPATA

The Board of Directors may from time to time, move the registered office to any other address in Florida.

ARTICLE VI  
BOARD OF DIRECTORS

The number of directors constituting the initial Board of Director is four (4). The number of director may be increased or diminished from time to time, according to the by-laws adopted by the stockholders.

ARTICLE VII

INITIAL DIRECTORS

The name and address of the members of the initial Board of Directors is:

JUAN FERNANDO RAMON ZAPATA  
PRESIDENT

CARLOS RAMON  
VICE-PRESIDENT

NATHALIA ANGEL BEDOYA  
SECRETARY

GENARO ZAPATA HINCAPIE  
TREASURER

300 South Point Drive  
Apt. #2203  
Miami Beach, Florida 33139

ARTICLE VIII

INCORPORATORS

The names and addresses of each incorporator of this corporation are:

JUAN FERNANDO RAMON ZAPATA  
300 South Point Drive  
Apt. # 2203  
Miami Beach, Florida 33139

WE, THE UNDERSIGNED, being the incorporators hereinabove named for the purpose of forming a corporation for profit and to do business both within and without the State of Florida, do hereby make, subscribed, acknowledge and file these Articles of Incorporation, hereby declaring and certifying that the facts and seals this this 28th day of September, 1998.

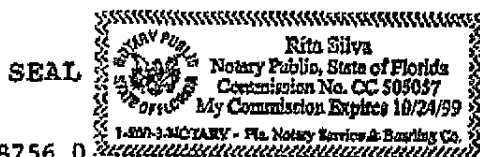
  
 (SEAL)  
 JUAN FERNANDO RAMON ZAPATA

STATE OF FLORIDA )  
 ) ss:  
 COUNTY OF DADE )

BEFORE ME, the undersigned authority, this day personally appeared JUAN FERNANDO RAMON ZAPATA, well known to me who, being by me first duly sworn, depose and say that they executed the foregoing Articles of Incorporation and that they are true and correct to the best of their knowledge and belief.

Witness my hand and official seal at Miami, Dade County, Florida this 28th day of September, 1998.

  
 NOTARY PUBLIC  
 State of Florida at Large




CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING  
RESIDENT AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapters 48.091 and 607, Florida Statutes,  
the following is submitted, in compliance with said Act:

THAT--- COMERCIALIZADORA RAMON Y ZAPATA LIMITADA, INC. desiring  
to organize under the laws of the State of Florida with its  
principal office as indicated in the Articles of Incorporation at  
300 South Point Drive, Apt. #2203, Miami Beach, Florida 33139 and  
JUAN FERNANDO RAMON ZAPATA of 300 South Point Drive, Apt. #2203,  
Miami Beach, Florida 33139 as its initial resident agent, to  
accept service of process within this state.

Having been named to accept service of process for the  
above-stated corporation, at the place designated in this  
certificate, I hereby accept to act in this capacity and agree to  
comply with the provision of said Act relative to keeping open  
said office.

  
JUAN FERNANDO RAMON ZAPATA  
300 South Point Drive  
Apt. #2203  
Miami Beach, Florida 33139

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TALLAHASSEE, FLORIDA

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