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FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS
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FROM: RITA SALCINES
50000406

ACCT#: 0753

CONTACT: RITA M SALCINES
PHONE: (305)443-1872

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447-0276

NAME: SOUTH OF THE BORDER IMPORT/EXPORT, INC.

AUDIT NUMBER.....H98000024136

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

CERT. OF STATUS..0

PAGES..... 3

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ARTICLES OF INCORPORATION
OF
SOUTH OF THE BORDER IMPORT/EXPORT, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE ONE:

The name of this corporation is: **SOUTH OF THE BORDER IMPORT/EXPORT, INC.**

ARTICLE TWO:

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act of the State of Florida.

ARTICLE THREE:

The aggregate number of shares which this corporation shall have authority to issue is **ONE THOUSAND (1,000)** shares of common stock, **ONE (\$1.00) DOLLAR** par value, shall be designated as "Common Shares".

ARTICLE FOUR:

Shareholders of this corporation shall have full preemptive rights to acquire unissued or treasury shares of the corporation.

ARTICLE FIVE:

The street address of the initial principal office of this corporation is:

**1782 WEST 38 PLACE
HIALEAH, FLORIDA 33012**

and the name and address of the Registered Agent of this corporation is:

**ALFONSO LLANES
1782 WEST 38 PLACE
HIALEAH, FLORIDA 33012**

ARTICLE SIX:

This corporation shall have one (1) director to constitute its initial Board of Directors. The number of directors of the corporation may subsequently be increased or decreased from time to time according to the By-Laws of the corporation, but shall never be less than one (1). The name and address of the initial director of this corporation is:

This document prepared by
Rita Salcines (305) 443-1872
2827 SW 18 St, Miami, FL 33145

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**ALFONSO LLANES
1782 WEST 38 PLACE
HIALEAH, FLORIDA 33012**

ARTICLE SEVEN:

The name and address of the Incorporator of this corporation, who is the person signing these Articles is:

**ALFONSO LLANES
1782 WEST 38 PLACE
HIALEAH, FLORIDA 33012**

ARTICLE EIGHT:

The corporation shall indemnify any Officer or Director, or any former Officer or Director to the full extent permitted by law.

NOW THEREFORE, the undersigned Incorporator has executed these Articles of Incorporation this 28th day of December, 1998.


Alfonso Llanes, Incorporator

STATE OF FLORIDA)

ss

COUNTY OF DADE)

BEFORE ME, the undersigned authority, duly authorized to take acknowledgments and administer oaths, personally appeared ALFONSO LLANES, to me well known to be the person described as the Incorporator in and who, in my presence, executed the foregoing Articles of Incorporation, and who acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the State and County above this 28th day of December, 1998.


Notary Public - State of Florida

My Commission Expires:



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CERTIFICATE OF DESIGNATION
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: **SOUTH OF THE BORDER IMPORT/EXPORT, INC.**
2. The name and address of the registered agent and office is:

**ALFONSO LLANES
1782 WEST 38 PLACE
HIALEAH, FLORIDA 33012**

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THESE ARTICLES, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISION 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:

December 8, 1998

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA