

OFFICE USE ONLY (Document #)

LEZARUS CORPORATE FILING SERVICE, INC.
(Requestor's Name)

3320 S.W. 87th AVENUE
(Address)

MIAMI, FLORIDA (305)552-5973
(City, State, Zip) (Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

200002793232

-03/03/99--01047--004
*****78.75 *****78.75

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. MEGA FRUT CORPORATION
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- Walk in Pick up time 2:00 Certified Copy
 Mail out Will wait Photocopy Certificate of Status

FILED
 99 MAR -3 PM 2:03
 SECRETARY OF STATE
 TALLAHASSEE-FLORIDA

RECEIVED
 99 MAR -3 AM 11:42

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input checked="" type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Handwritten signature/initials

Examiner's Initials

ARTICLES OF INCORPORATION
OF

MEGA FRUT CORPORATION

THE UNDERSIGNED, has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida and all rights, duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

SECRETARY OF STATE
TALLAHASSEE FLORIDA
09 MAR -3 PM 2: 03

FILED

ARTICLE I

The name of this corporation shall be:

MEGA FRUT CORPORATION

ARTICLE II

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz:

- (1) Transact any and all lawful business.
- (2) Said corporation shall further have power:
To have perpetual succession by its corporate name:

ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue is the total sum of 1,200 shares, having an individual per value of \$1 (One Dollar)

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

ARTICLE V

The street address of the initial principal office and the name of the initial Resident Agent of this corporation shall be:

The principal office shall be:

1455 NORTH TREASURE DRIVE # 3-G

NORTH BAY VILLAGE, FL. 33141

: The initial resident Agent of this corporation shall be:

ERNESTO GUTIERREZ

7345 S.W. 21 STREET
MIAMI, FL. 33155

ARTICLE VI

The initial board of Directors shall consist of a total of Two (3) person, and the name and address of the persons who is to serve as an initial director is:

Daniel Arturo Uauy-President
1455 North Treasure Drive # 3-G
North Bay Village, FI 33141


Abraham Salvador Uauy-Vice President
1455 North Treasure Drive # 3-G
North Bay Village, FI. 33141

Carlos Javier Valenzuela-Secretary
1455 North Treasure Drive # 3-G
North Bay Village, FI. 33141

The name and address of the incorporator executing these Articles of incorporations is:

Daniel Arturo Uauy-President
1455 North Treasure Drive # 3-G
North Bay Village, FI. 33141

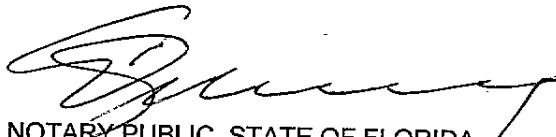
IN WITNESS WHEREOF, the undersigned incorporator has (ve) executed these Articles of Incorporation this 23 Day of February of 1999.

X 

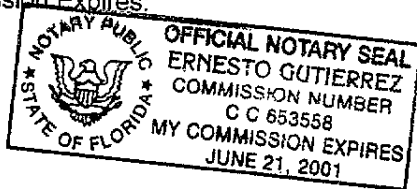
STATE OF FLORIDA)
COUNTY OF DADE) SS.

BEFORE ME, a notary public authorized to take acknowledgements in the state and county set forth above, personally appeared Daniel Arturo Uauy known to me and known by me to be the person(s) who executed the foregoing Articles of Incorporation, and he (they) acknowledge before me that he (they) executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid, this 23 Day of February of 1999.


NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE

My Commission Expires:



CERTIFICATE OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTIONS 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.

1.- THE NAME OF THE CORPORATION IS;

MEGA FRUT CORPORATION

2.- THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS;

ERNESTO GUTIERREZ

NAME
7345 S.W. 21 STREET

(P.O. BOX NOT ACCEPTABLE)
MIAMI, FL. 33155.

(CITY/STATE/ZIP)

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS
FOR THE ABOVE STATED CORPORATION AT HE 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

[Handwritten Signature]
[Handwritten Date: 3-2-99]

FILED
09 MAR -3 PM 2:03
SECRETARY OF STATE
TALLAHASSEE FLORIDA