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Florida Department of State

Division of Corporations

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To:

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

From:

Account Name : L & I GALLO, INC.
Account Number : 112177003150
Phone : (954)424-7239
Fax Number : (954)472-9280

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

TICOBAY CORP.

Certificate of Status	1
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION OF
TICOBAY CORP.**

The undersigned, for the purpose of forming a corporation under the Florida
Business Corporations Act do hereby adopt the following Articles of Incorporation:

**ARTICLE I
NAME**

The name of the corporation is **TICOBAY CORP.**

**ARTICLE II
OFFICES**

The principal place of business and mailing address of this corporation shall be:

**7220 NW. 36TH STREET, SUITE 510
MIAMI, FL 33166**

The corporation may have such other offices, either within or without the State of
Florida, as the board of directors may designate, or as the business corporation may
require from time to time.

**ARTICLE III
PURPOSE**

The general purposes for which the corporation is organized are:

1. To engage in general services, including but not limited to: **WHOLESALE
EXPORT**
2. To transact any other lawful business for which corporations may be
incorporated under the Florida Business Corporation Act.

Prepared By:
L & I Gallo, Inc.
1200 Danbury Ave.
Dayle, FL 33325
(954)424-7239 Fax (954)472-9280

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PHONE No. : 3054729280

Mar. 08 1999 6:49PM P04

From : L&I GALLO

**ARTICLE IV
CAPITALIZATION AND SHARES**

The number of shares which the corporation is authorized to issue is 1000 common shares at 1.00 par value.

**ARTICLE V
REGISTERED AGENT**

The name and address of the initial registered agent shall be:

**JUAN RAFAEL ARAYA
7220 NW. 36TH STREET, SUITE 510
MIAMI, FL 33166**

**ARTICLE VI
DIRECTORS**

The number of directors constituting the initial board of directors is/are (4). The name and address of each director is:

**JUAN RAFAEL ARAYA
7220 NW. 36TH ST., SUITE 510
MIAMI, FL 33166**

**GABRIEL GALLEGOS
7220 NW. 36TH ST., SUITE 510
MIAMI, FL 33166**

**JUAN RAFAEL ARAYA
7220 NW. 36TH ST., SUITE 510
MIAMI, FL 33166**

**JORGE SANCHEZ
7220 NW. 36TH ST., SUITE 510
MIAMI, FL 33166**



President/Juan Rafael Araya



Vice-President/Gabriel Gallegos



Secretary/Juan Rafael Araya



Treasurer/Jorge Sanchez

**ARTICLE VII
INCORPORATES**

The name and address of each incorporate is:

PRESIDENT
JUAN RAFAEL ARAYA
7220 NW. 36TH ST., SUITE 510
MIAMI, FL 33166

VICE-PRESIDENT
GABRIEL CALLEGOS
7220 NW. 36TH ST., SUITE 510
MIAMI, FL 33166

SECRETARY
JUAN RAFAEL ARAYA
7220 NW. 36TH ST., SUITE 510
MIAMI, FL 33166


TREASURY
JORGE SANCHEZ
7220 NW. 36TH ST., SUITE 510
MIAMI, FL 33166

The undersigned has (have) executed these Articles of Incorporation this

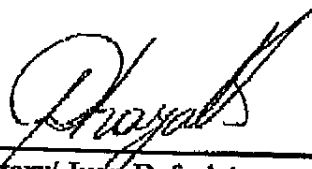
6 day of MARCH, 1999




President/Juan Rafael Araya



Vice-President/Gabriel Callegos



Secretary/Juan Rafael Araya



Treasury/Jorge Sanchez

**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 statements in designating the registered office / registered agent, in the state of Florida.

1. The name of the corporation is: **TICOBAY CORP.**
2. The name and address of the registered agent and office is:

**JUAN RAFAEL ARAYA
7220 NW 36TH ST., SUITE 510
MIAMI, FL 33166**



Signature/Gabriel Gallegos

Title Vice-President

Date 03/06/99

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Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in the 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/Juan Rafael Araya

Date 03/06/99