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miami tropical tech, inc.

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ARTICLES OF INCORPORATION
OF

MIAMI TROPICAL TECH, INC.

(10)
The undersigned subscriber to these Articles of Incorporation, a person competent to contract, hereby associate himself to form a corporation under the Laws of the State of Florida.

ARTICLE I.- NAME

The name of this corporation is:

MIAMI TROPICAL TECH, INC.

ARTICLE II.- NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation shall be:

(a) To carry on the business of import and export of general merchandise, including furniture and fixtures in all foreign and domestic markets, to act as brokers, commission men, factors, and agents for buyers and sellers, both foreign and domestic, trading in general merchandise, foodstuffs, and mercantile goods and wares. To purchase and sell goods that are permitted by the laws of the United States to be handled in interstate commerce, and world foreign trade. To acquire, use, and operate equipment, materials, and supplies, and maintain all things

This instrument was prepared by:
GEORGE S. GIOURGAS, ESQUIRE
1710 SW 27 Ave., Miami, Fl 33145
Tel. # (305) 443-0505
FLA. BAR NO. 029002

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necessary to effect the purpose and objectives that are required in this type of business as above generally described.

(b) To engage in the business of manufacturing wood and metal home and office furniture, cabinets, etc., including their component parts and materials, of every nature and description.

(c) To design, buy and sell, import and export, and generally deal in, at wholesale or retail, ladies' wears, shirtwaists, sweaters, skirts, suits, coats, hosiery, gowns, undergarments, corsets, millinery, overcoats, footwear, belts, hats, handbags, jewelry and every other kind of ladies' wearing apparel. To design, manufacture, and sell custom made wearing apparel for women and generally to conduct ladies' dressmaking and furnishing stores or shops.

(d) To buy, sell, and deal in, at wholesale and retail, and to export and import watches, watch movements, catch cases, wrist watches, clocks, alarm clocks, pens, lighters, and jewelry or all kinds.

(e) To operate and conduct a business in the State of Florida, and elsewhere, and for that purpose to buy, sell, and otherwise deal in furniture, fixtures and supplies, and/or any other kinds of merchandise that may be dealt with in connection with an import and export business.

(f) To establish or acquire, or acquire interests in or control of, by purchase, investment, affiliation, assumption of liabilities or otherwise, the types of businesses dealing with import and export.

(g) To purchase the corporate assets of any other corporation and engage in the same or other character of business.

(h) To acquire by purchase, subscribers or otherwise, and to receive, hold, own, guarantee, sell, assign, exchange,

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underwrite, transfer, mortgage, pledge, or otherwise dispose of or deal in or with any of the shares of the capital stock or any voting trust certificates in respect of the shares of capital stock, scrip, warrants, rights, bonds, debentures, notes, trust receipts, and other securities, obligations, chooses in action and evidence of indebtedness or interest issued or created by any corporation, joint stock companies, syndicates, associations, firms, trusts, or persons, public or private, or by the government, or by any state, territory, province, municipality or other political subdivision or by any governmental agency and as owner thereof to possess and exercise all the rights, powers and privileges of ownership, including the right to execute consents and vote thereon, and to do any and all acts and things necessary or advisable for the preservation, protection, improvements, and enhancement in value thereof.

(i) To manufacture men's clothing of every description, and to engage in the sale of clothing so manufactured, and to transact all other business necessary and incidental to such manufacture and sale, including import and export of any type of men's clothing and wears.

(j) To conduct and carry on the business of manufacturing, buying, selling, distributing, importing and exporting, and otherwise dealing in infants' and children's clothing, shoes, accessories, and other dry goods, cosmetics, toilet articles, and manufactured goods.

(k) In general, to carry on any other business in connection with the foregoing, and to have and exercise all the powers conferred by the Laws of Florida upon, corporations formed under its Laws, and to do any or all things hereinbefore set forth to the same extent as natural persons might or could do.

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ARTICLE III. CAPITAL STOCK

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

One Thousand (1000) shares Common Stock \$1.00 par Value.

All the aforementioned stock is to be issued as fully paid for and exempt from assessment.

The capital stock may be paid for in money, property, labor or services, at a just valuation to be fixed by the incorporators or by the directors at a meeting called for such purposes.

ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this corporation shall begin business is not less than:

Five Hundred (\$500.00) Dollars.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. ADDRESS

The initial post office address of this corporation in the State of Florida is:

1101 S.W. 103rd Court, Miami, Florida 33174.

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

ARTICLE VII. DIRECTORS

This corporation shall have (1) director initially. The number of directors may be increased from time to time on such manner as may be prescribed by the BY-LAWS, but shall never be less than one (1).

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The Corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a director or officer of the corporation and any person who serves at the request of this corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his having heretofore being a director or officer of the corporation, or by reason of any action alleged to have been heretofore or hereafter taken or omitted by him as such director or officer, and shall reimburse each such person for all legal and other expenses reasonable incurred by him in connection with any such claim or liability provided that no person shall be indemnified against, or by reimbursed for, any expense incurred in connection with any claim or liability as to which it shall be adjudged that such officer or director is liable for negligence or willful misconduct in the performance of his duties.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled nor shall anything herein contained restrict the right of the corporation to indemnify, reimburse such person in any proper case even though not specially herein provided for.

No contract or other transaction between this corporation or any other corporation and no act of this corporation shall in any way be effected or invalidated by the fact that any of the director/directors of the corporation are pecuniarily or otherwise interested in, or are a director or officer of, such other corporation, any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction or the

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corporation, provided that the fact that he or such firm so interested shall be disclosed or shall have known to the Board of Director/Directors or such members thereof as shall be present at any meeting of the Board at which action upon any such contract or transaction shall be taken, and any director of the corporation who is a director or officer of such other corporation or is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with the like force and effect as if he were not such director or officer of such other corporation or not so interested.

ARTICLE VIII.- INITIAL DIRECTORS

<u>NAME</u>	<u>ADDRESS</u>
MIGUEL ANGEL VAZQUEZ President	1101 S.W. 103rd Court Miami, Florida 33174
MARIA GUTIERREZ ALZOLA Secretary/Treasurer	1101 S.W. 103rd Court Miami, Florida 33174

ARTICLE IX.- SUBSCRIBERS

<u>NAME</u>	<u>ADDRESS</u>
MIGUEL ANGEL VAZQUEZ - 1000 Shares of Common Stock at \$1.00 Par Value	1101 S.W. 103rd Court Miami, Florida 33174

ARTICLE X.- REGISTERED AGENT AND OFFICE

The Street address of the corporation's initial registered office is 1430 Messina Avenue, Coral Gables, Florida 33134, and the corporation's initial registered agent is ANA MARIA ZAWADZKI.

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ARTICLE XI.- AMENDMENT

These Articles of Incorporation may be amended in the manner provided by Law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders meeting by a majority of the stock entitled to vote there on.

IN WITNESS WHEREOF, the party of these Articles of Incorporation has hereunto set his hand and seal on this 15 day of March, 1999.


MIGUEL ANGEL VAZQUEZ



George S. Giorgos
My Commission CC796232
Expires December 9, 2002

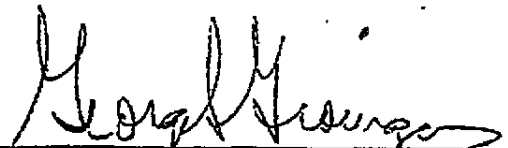
STATE OF FLORIDA
SS:
COUNTY OF DADE

I HEREBY CERTIFY that on this day before me, a notary public duly authorized in the State and Count above to take acknowledgements, personally appeared MIGUEL ANGEL VAZQUEZ to me known to be the person described as subscriber in and who executed the foregoing Articles of incorporation and acknowledged before me that he subscribed to these Articles of Incorporation.

Witness my hand and seal in the County and State named above this 15 day of March, 1999.

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NOTARY PUBLIC STATE OF FLORIDA

My Commission Expires:

CERTIFICATION OF DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS
MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48,091, FLORIDA STATUTES, THE FOLLOWING
IS SUBMITTED:

FIRST - THAT MIAMI TROPICAL TECH, INC.
NAME OF CORPORATION

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DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF MIAMI, STATE OF FLORIDA, HAS NAMED ANA MARIA ZAWADZKI LOCATED AT 1430 Messina Avenue, Coral Gables, Florida 33134, AS ITS AGENT TO SERVICE OR PROCESS FLORIDA.

SIGNATURE

A. Maria Zawadzki

DATE

3/15/99

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE

A. Maria Zawadzki

DATE

3/15/99

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TALLAHASSEE, FLORIDA

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