

Tuesday, May 25, 1999

Division of Corporations

Page: 1

P99000047405

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H99000012579 1)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

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

EFFECTIVE DATE
5-29-99

From: Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305) 672-0686
Fax Number : (305) 672-9110

FLORIDA PROFIT CORPORATION OR P.A.

VERIMELSA Import & Export Corporation

Certificate of Status	1
Certified Copy	0
Page Count	04
Estimated Charge	\$78.75

FILED
99 MAY 25 PM 4:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H99000012579

EFFECTIVE DATE

5-24-99**ARTICLES OF INCORPORATION****Article I. Name**

The name of this Florida corporation is:
VERIMELSA Import & Export Corporation

Article II. Address

The mailing address of the Corporation is:
VERIMELSA Import & Export Corporation
1550 Brickell Avenue, Apt. 14B
Miami FL 33131

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
Maite Hoyos, P.A.
1101 Brickell Avenue, Suite 704
Miami FL 33131

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
Maria Elena Torres Acosta
Fernando Galarraga

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Maite Hoyos | FL Bar Member 849553
Maite Hoyos, P.A.
1101 Brickell Avenue, Suite 704
Miami FL 33131
305-371-2132

H99000012579

FILED
99 MAY 25 PM 4:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H99000012579

Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

The name and address of the incorporator is:

Maite Hoyos

Maite Hoyos, P.A.


1101 Brickell Avenue, Suite 704

Miami FL 33131

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on May 24, 1999.

The undersigned incorporator executed these Articles of Incorporation on May 25, 1999.


MAITE HOYOS
by G.K. Kuroda as attorney-in-fact

Maite Hoyos | FL Bar Member 849553
Maite Hoyos, P.A.
1101 Brickell Avenue, Suite 704
Miami FL 33131
305-371-2132

H99000012579

H99000012579

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE****CORPORATION:****VERIMELSA Import & Export Corporation****REGISTERED AGENT/OFFICE:****Maite Hoyos, P.A.
1101 Brickell Avenue, Suite 704
Miami FL 33131**

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.


MAITE HOYOS, P.A.

by G.K. Kuroda as attorney-in-fact

Date: May 25, 1999

**Maite Hoyos | FL Bar Member 849553
Maite Hoyos, P.A.
1101 Brickell Avenue, Suite 704
Miami FL 33131
305-371-2132****FILED**
99 MAY 25 PM 4: 11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H99000012579