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BECEINED

ARTICLES OF INCORPORATION

OF

ANDEAN ARTS & CRAFTS, INC.

99 JUN -2 PH I2: 32
SECRETARY OF STATE
TALLAHASSEE FLORID.

ARTICLE I.

CORPORATE NAME

The name of this Corporation shall be: ANDEAN ARTS & CRAFTS, INC.

ARTICLE II.

NATURE OF BUSINESS AND DURATION

The Corporation may engage in any activity or business permitted under the laws of the United States and under the laws of the State of Florida.

The corporation shall have perpetual existence.

ARTICLE III.

CAPITAL STOCK

This Corporation is authorized to issue a maximum of One Thousand (100,000) shares of stock. The shares of stock authorized shall be common stock having a par value of Ten (10) Dollar per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV.

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

Gloria S. Ruiz 903 West 77 Street Hialeah, FL 33014

ARTICLE V.

ADDRESS

The principal place of business of this corporation in the State of Florida is:

903 West 77 Street Hialeah, FL 33014

ARTICLE VI.

BOARD OF DIRECTORS

The number of Directors may be altered from time to time by By-Laws adopted by the Stockholders. However, the Corporation shall have no less than one (1) Director at any time.

ARTICLE VII.

INITIAL DIRECTOR

The name and post office address of the first Director of the Corporation is:

<u>Name</u> Hernando Ramirez, Jr. President, Treasurer

Daniel Ramirez Vice Pres., Secretary <u>Address</u> Calle 24 #1848 Bogota, Colombia, SA

Calle 24 #1848 Bogota, Colombia, SA

ARTICLE VIII.

INCORPORATOR

The name and post office address of the Incorporator executing these Articles of Incorporation is as follows:

Hernando Ramirez, Jr. Calle 24 #1848 Bogota, Colombia, SA

The undersigned Incorporator, for the purpose of forming a corporation to do business within the State of Florida, do make and file these Articles of Incorporation hereby declaring and certifying that the facts stated are true.

STATE FLORIDA COUNTY OF DADE

BE IT REMEMBERED that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgments appeared Hernando Ramirez, Jr. personally known to me to be the person described as the Incorporator in the foregoing Articles of Incorporation, and he acknowledged before me that he executed said Articles of Incorporation.

WITNESS my hand and official seal at Hialeah, said

County and State this 28th day of May, 1999.

Notary Public, State of Florida

Commission No. CC 539163

My Commission Expires 4/22/00

Bended Through Fla. Notary Service & Bonding Co.

Gloria S. Ruiz

THE UNDERSIGNED hereby accepts the foregoing designation as initial Registered Agent and agrees to comply with the provisions of law applicable to said designation.

By:

By:

WITNESS my hand and official seal at Hialeah, said

County and State this 28th day of May, 1999.

Gloria S. Ruiz

FLORIDA

FROM THE UNDERSIGNED hereby accepts the foregoing designation.

By:

OF STAIL

FROM THE UNDERSIGNED hereby accepts the foregoing designation.