

999000057056
Kayan Limited, Corp.

VIA UPS COURIER

June 22, 1999

Ms. Teresa Brown
Corporate Specialist
Florida Dept. of State
Tallahassee, FL

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-06/17/99--01084--012
*****87.50 *****87.50

RE: KAYAN LIMITED, CORP.
REF. NUMBER #W99000014278

Dear Ms. Brown:

We are enclosing herewith the revised Articles of Incorporation for Kayan Limited, Corp. to which we added the principal address of the Corporation, as well as the written acceptance by the Registered Agent.

Kindly note that the check we sent you for \$87.50 was kept by your office (it was not returned to us).

We trust you will find everything in order, and look forward to receiving the approval at the earliest possible convenience.

Yours truly,


Carlos Kayan

Enclosures

FILED
99 JUN 23 AM 7:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T BROWN JUN 24 1999

(3)



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 18, 1999

CARLOS KAYAN
2333 BRICKELL AVENUE
SUITE UL3
MIAMI, FL 33129

SUBJECT: KAYAN LIMITED, CORP.
Ref. Number: W99000014278

We have received your document for KAYAN LIMITED, CORP. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal office and/or a mailing address in the document.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6933.

Teresa Brown
Corporate Specialist

Letter Number: 299A00032783

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article 1 - Name & Principal Office

The name of this Corporation is **Kayan Limited, Corp.**, its principal office address is 2333 Brickell Avenue, Suite UL3, Miami, Florida, 33129.

Article II - Duration

This Corporation shall have perpetual existence.

Article III - Purpose

This Corporation is organized for the following purposes: sale of food products, and for the purpose of transacting any and all lawful business.

Article IV - Capital Stock

This Corporation is authorized to issue One Thousand (1,000) shares of \$1.00 par value common stock.

Article V - Preemptive Rights

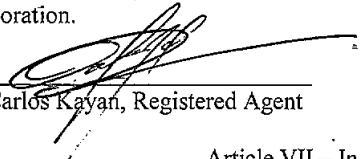
Every shareholder upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article VI - Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is: 2333 Brickell Avenue, Suite UL3, Miami, Florida 33129. The name of the initial registered agent of this Corporation is CARLOS KAYAN.

I, Carlos Kayan, am hereby familiar with and accept the duties and responsibilities as Registered Agent for this Corporation.

Signed by:


Carlos Kayan, Registered Agent

Article VII - Initial Board of Directors

This Corporation shall have two Directors initially. The number of Directors may be either increased or diminished from time to time by the Bylaws but shall not be less than one. The names and addresses of the initial directors of this Corporation are:

CARLOS KAYAN	2333 Brickell Avenue, Apt. 202
PRESIDENT	Miami, Florida 33129

MARIA CRISTINA KAYAN	2333 Brickell Avenue, Apt. 202
VICE-PRESIDENT	Miami, Florida 33129
SECRETARY	

Article VIII - Incorporation

The name and address of the person signing these Articles of Incorporation is: CARLOS KAYAN, 2333 Brickell Avenue, Apt. 202, Miami, Florida 33129.

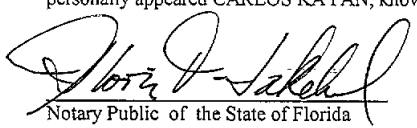
IN WITNESS THEREOF, the undersigned subscriber has executed these Articles of Incorporation this 16th day of June 1999.


Registered Agent


Incorporator/Subscriber

STATE OF FLORIDA)
 SS
COUNTY OF DADE)

Before me a Notary Public of the State of Florida, authorized to take acknowledgements in the State and County set forth above, personally appeared CARLOS KAYAN, known to me to be the person who executed the foregoing Articles of Incorporation.


Notary Public of the State of Florida

My commission expires:

