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ARNALDO VÉLEZ
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VIA FEDERAL EXPRESS

June 30, 1999

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

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-07/06/99--01009--014
*****78.75 *****78.75

RE: MC BASKETS, INC.

Gentlemen:

Enclosed is our check in the sum of \$\$78.75 representing the filing fee for the attached Articles of Incorporation of MC Baskets, Inc.

Please return your certificate of incorporation at the earliest convenience.

Very truly yours,


ARNALDO VÉLEZ

AV/gv
Enclosures

FILED
99 JUL -2 AM 10:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RV
7/6/99

ARTICLES OF INCORPORATION

OF

MC BASKETS, INC.

FILED
99 JUL -2 AM 10:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I:

The name of this Corporation is:

MC BASKETS, INC.

ARTICLE II:

The principal office and mailing address of the corporation shall be 12982 N.W. 8 Terrace, Miami, FL 33182.

ARTICLE III:

This Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be formed under Chapter 607 of the Florida Statutes.

ARTICLE IV:

The Corporation is authorized to issue 750 shares of common stock, par value of \$1.00 per share.

ARTICLE V:

The name of the initial registered agent, and the street address of the initial registered office of the corporation is: Jose Ignacio Arrieta, 12982 N.W. 8 Terrace, Miami, Florida 33182.

ARTICLE VI:

This Corporation shall not issue preferred shares or a special class of shares in a series.

ARTICLE VII:

The shareholders are not entitled to preemptive rights.

ARTICLE VIII:

The number of directors may be increased or decreased from time to time as provided in the by-laws of the corporation. The name and address of the initial director of the corporation is: Jose Ignacio Arrieta, 12982 N.W. 8 Terrace, Miami, FL 33182.

ARTICLE IX:

The name and address of the Incorporator of the corporation is Jose Ignacio Arrieta, 12982 N.W. 8 Terrace, Miami, Florida 33182.

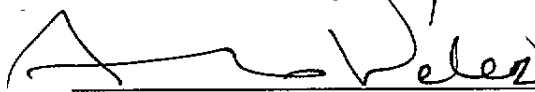
IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation this 28th day of June, 1999.


JOSE IGNACIO ARRIETA, Incorporator

STATE OF FLORIDA)
 : ss
COUNTY OF DADE)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set above, personally appeared Jose Ignacio Arrieta, who is personally known to me ~~or who produced a~~
 ~~as identification~~ and who did take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 28th day of June, 1999.

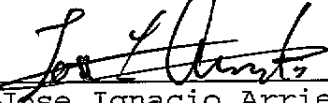

NOTARY PUBLIC, State of Florida
My Commission Expires:



Arnaldo Velez
My Commission CC574308
Expires Sep. 24, 2000

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent contained in the foregoing Articles of Incorporation.



Jose Ignacio Arrieta

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA