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Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

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To:

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

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

FILED
99 JUL -7 PM 3:11
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

COPACKING, INC.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION
OF
COPACKING, INC.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I. CORPORATE NAME AND ADDRESS.

The name of this corporation is: **COPACKING, INC.**. Its initial address is 1105 SW 87TH Avenue, Miami, Florida 33174. The Board of Directors from time to time may move this address to any other address in the State of Florida.

ARTICLE II. NATURE OF BUSINESS AND POWERS.

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK.

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 500 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV. TERM OF EXISTENCE.

This Corporation shall have perpetual existence, commencing upon filing of these articles.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent of this Corporation in the State of Florida and the Initial Registered Office of this corporation shall be:

Mr. Sergio J. Guzman
1105 SW 87th Avenue
Miami, Florida 33174

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1105 SW 87 Ave
Miami, FL 33174

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The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI. BOARD OF DIRECTORS.

This Corporation shall have one director initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VII. INITIAL DIRECTOR.

The name of the initial director of this Corporation and the street address of said director is:

Mr. Vicente Trigo
Avenida Francisco de Miranda,
Centro Seguro La Paz, Piso 3, Ofcna N-31
Boleita, Caracas, 1070
Venezuela

The persons named as initial directors shall hold office for the first year of existence of this Corporation or until his successor is elected or appointed and has qualified, whichever occurs first.

ARTICLE VIII. INCORPORATOR.

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Mr. Sergio J. Guzman
1105 SW 87th Ave
Miami, Florida 33174

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ARTICLE IX. AMENDMENT.

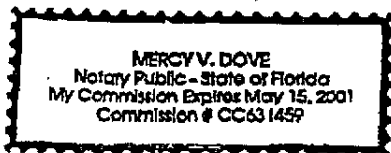
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.


IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on this 30 day of June, 1999, in Dade County, Florida.


Sergio J. Guzman

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

BEFORE ME, a Notary Public, personally appeared Sergio J. Guzman to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on this 30 day of June, 1999.




Mercy V. Dove,
Notary Public
State of Florida at Large

ACKNOWLEDGEMENT AND ACCEPTANCE OF REGISTERED AGENT

HAVING been named to accept service of process for COPACKING, INC., at 1105 SW 87th Avenue, Miami, Florida 33174, the undersigned agrees to comply with provisions of Florida law relative to keeping the designated office open.

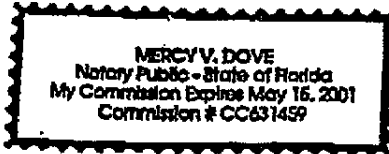

Sergio J. Guzman
Registered Agent

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STATE OF FLORIDA
COUNTY OF MIAMI-DADE

BEFORE ME, a Notary Public, personally appeared Sergio J. Guzman, to me known to be the person described in the above Acknowledgment and Acceptance of Registered Agent, and acknowledged before me that he subscribed to the same document on this 26 day of June, 1999.



Mercy V. Dove
Mercy V. Dove,
Notary Public for the
State of Florida at Large

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TALLAHASSEE FLORIDA

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