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MIAMI, FLORIDA (305)552-5973

(City, State, Zip) (Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

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OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. R & G WAREHOUSE CORP.

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)



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Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 SEP -9 PM 2:28

FILED

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 SEP -9 PM 11:24

RECEIVED

T BROWN SEP -9 1999

Examiner's Initials

LAW OFFICES
PARLADE & FIGUERAS

7050 S.W. 86TH AVENUE
MIAMI, FLORIDA 33143

TELEPHONE (305) 595-2300

FAX (305) 595-0408

September 8, 1999

Secretary of State
Division of Corporation
Caller Service #1500
Tallahassee, Florida 32302-1500

RE: Filing of Articles of Incorporation for:
R & G WAREHOUSE CORP.

Gentlemen:

This office represents the above referenced Corporation.

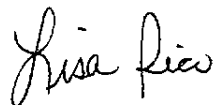
Enclosed herein please find check covering the following fee:

- Filing Articles of Incorporation	\$ 70.00
- Certificate of Good Standing	\$ 8.75
TOTAL:	<u>\$ 78.75</u>

Upon filing the Articles of Incorporation, please return the Certificate of Good Standing along with a copy of the Articles stamped "FILED" to the undersigned at your earliest possible convenience.

Should you have any questions and/or need any additional information do not hesitate to contact our office. Otherwise thank you for your attention in this matter.

Very truly yours,



Lisa Rico, for
ALBERTO J. PARLADE, ESQUIRE

Enclosure

ARTICLES OF INCORPORATION
OF
R & G WAREHOUSE CORP.

FILED
99 SEP -9 PM 2:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

R & G WAREHOUSE CORP.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

2529 NW 74th Avenue
Miami, Florida 33122

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000.00 shares of One (\$1.00) Dollar par value each.

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

ROBERTO GRAMATGES
2529 NW 74th Avenue
Miami, Florida 33122

ARTICLE V INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) Directors initially. The number of Directors may be increased or diminished from time to

time by the By-laws but shall never be less than one (1). The name and address of the initial Director of this corporation is:

ROBERTO GRAMATGES
2529 NW 74th Avenue
Miami, Florida 33122

FABIO RAMIREZ
2529 NW 74th Avenue
Miami, Florida 33122

ARTICLE VI INITIAL OFFICERS

The names and street addresses of the initial officers of this corporation are:

FABIO RAMIREZ -- President, Secretary
2529 NW 74th Avenue
Miami, Florida 33122

ROBERTO GRAMATGES -- Vice-President, Treasurer
2529 NW 74th Avenue
Miami, Florida 33122

ARTICLE VII INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

ROBERTO GRAMATGES
2529 NW 74th Avenue
Miami, Florida 33122

The undersigned has executed these Articles of Incorporation this
8th day of September, 1999.



ROBERTO GRAMATGES, Incorporator

CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

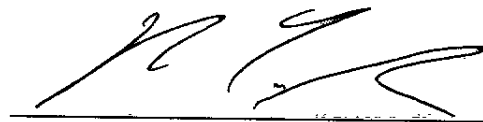
1. The name of the corporation is:

R & G WAREHOUSE CORP.

2. The name and address of the registered agent and office is:

ROBERTO GRAMATGES
2529 NW 74th Avenue
Miami, Florida 33122

Signature

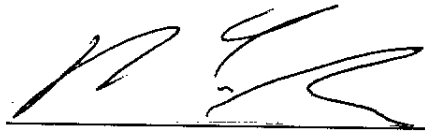


ROBERTO GRAMATGES, Vice-President

Date: September 8th, 1999.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature



ROBERTO GRAMATGES

Date: September 8th, 1999.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA