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Florida Department of State
Division of Corporations
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From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
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FLORIDA PROFIT CORPORATION OR P.A.

Exofrut USA Incorporated

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

October 1, 1999

CORPORATE CREATIONS

SUBJECT: EXOFRUIT USA INCORPORATED
REF: W99009022679

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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
Exofrut USA Incorporated

EFFECTIVE DATE

9-28-99

Article II. Address

The mailing address of the Corporation is:
Exofrut USA Incorporated
8805 NW 23rd Street
Miami FL 33172

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
Juan Carlos Valdano
8805 NW 23rd Street
Miami FL 33172

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
Juan Carlos Valdano

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

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Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach FL 33139
(305) 672-0686

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Article V. Capital Stock

The Corporation shall have the authority to issue 100,000 shares of common stock, par value \$1.00 per share.

Article VI. Incorporator

The name and address of the incorporator is:
Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach FL 33139

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on September 28, 1999.

The undersigned incorporator executed these Articles of Incorporation on September 30, 1999.



CORPORATE CREATIONS INTERNATIONAL INC.
Todd A. Hardy Vice President

Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach FL 33139
(305) 672-0686

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

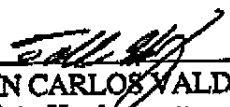
CORPORATION:

Exofrut USA Incorporated

REGISTERED AGENT/OFFICE:

**Juan Carlos Valdano
8805 NW 23rd Street
Miami FL 33172**

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



JUAN CARLOS VALDANO
by T.A. Hardy as attorney-in-fact

Date: September 30, 1999

**Corporate Creations International Inc.
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