

SOUTH WIND DESIGNS, INC.

8452 NW. 61 St.

Miami, FL. 33166

P99000092583

October 12, 1999

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Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Original filing of Corporation
SOUTH WIND DESIGNS, INC.

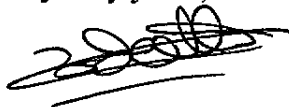
EFFECTIVE DATE
10/14/99

Gentlemen:

Enclosed herewith please find an original and a copy of the Articles of Incorporation for the above-captioned entity. Also enclosed please find our check in the amount of \$78.75 representing payment of your filing fee and certificate of status.

Please return a docketed copy of the Articles to the undersigned at your earliest convenience. If you have any questions or comments, please contact the undersigned at (305)592-7486.

Very truly yours,



Emilio Adatto

Enclosures

FILED
99 OCT 18 AM 9:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TS 10/21/99

**Articles of Incorporation
of
SOUTH WIND DESIGNS, INC.**

Article I - Name

The name of this Corporation is **SOUTH WIND DESIGNS, INC.**

Article II - Duration

This Corporation shall have perpetual existence, commencing on the date of execution of these articles.

Article III - Purpose

This Corporation may engage in any activity of business permitted under the laws of the State of Florida

Article IV - Capital Stock

This Corporation is authorized to issue one thousand (1,000) shares of One Dollar (\$1.00) par value common stock. Said stock shall be issued pursuant to a plan under Section 1244 of the Internal Revenue Code of 1954 as amended by the Small Business Tax revision of 1958.

Article V - Preemptive Rights

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

Article VI - Principal Place of Business

The principal place of business of this Corporation is 7852 Spring Creek Drive, West Palm Beach, Fl 33411.

Article VII - Rights of Shareholders

Except as otherwise provided by law, the entire voting power of the selection of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

EFFECTIVE DATE
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TALLAHASSEE, FLORIDA

Article VIII - Initial Registered Agents

The initial registered agent of the Corporation is:

Mr. Emilio Adatto.
8452 NW 61 St.
Miami, Florida 33166

Article IX - Initial Board of Directors

The Corporation shall have one Director initially. The number of Directors may be increased or diminished from time to time by the Stockholders or by such bylaws as the stockholders may from time to time adopt, but shall never be less than one.

The initial Board of Directors of the Corporation shall be Mrs. Maria Isabel Gomez Del Rio, 8452 NW 61 St. Miami, Fl. 33166.

Article X - Incorporator

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

Mr. Emilio Adatto
8452 NW 61 St.
Miami, Fl. 33166

Article XI - Bylaws

The Corporation may adopt Bylaws. The sole power to adopt, amend or repeal bylaws shall be vested in the Shareholders.

Article XII - Shareholder Management

All Corporate powers shall be exercised by or under the authority of the Shareholders, and the business and affairs of the Corporation may be managed by the shareholders.

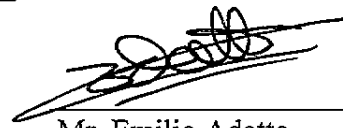
Article XIII - Powers

The Corporation shall have all the Corporate Powers enumerated in the Florida General Corporation Act., Florida Statutes, Chapter 607, et. Seq.

Article XIV - Amendment

This Corporation reserves the right to amend or repeal, in the manner provided by law, the provisions contained in these Articles or any Amendments thereto and any rights conferred upon Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator have executed these Articles of Incorporation this 14 day of OCTOBER, 1,999, at Miami, in the County of Miami-Dade and State of Florida



Mr. Emilio Adatto

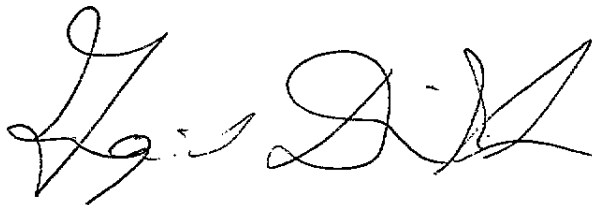
STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned authority, personally appeared Emilio Adatto who, after being first duly sworn, depose and state that he signed the foregoing Articles of Incorporation for the purposes therein expressed.

WITNESS my hand and official seal at the State and County aforesaid, this 14 day of OCTOBER, 1,999.

Notary Public, State of Florida

My commission expires:




Ingrid Dinse Aljura
MY COMMISSION # CC585065 EXPIRES
September 16, 2000
BONDED THRU TROY FAIR INSURANCE, INC.

**ACCEPTANCE OF DESIGNATION BY
REGISTERED AGENT**

The undersigned hereby accepts designation as the initial registered agent of SOUTH WIND DESIGNS, INC.

I understand that I shall remain as a Registered Agent until I have either resigned or a successor or one has been appointed by the Corporation and that no such resignation or succession is effective until both the Corporation and the Secretary of State of Florida have been notified in the manner required to be available as the Registered Office of the Corporation during normal business hours for receipt of Process and for such other purposes as required by Florida Statutes.

Signed this 13 day of OCT, 1999



Emilio Adatto

FILED
99 OCT 18 AM 9:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA