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CORPCO®

CORPORATIONS & COMPANIES, INC.

Incorporation Specialists

Suite 300A
Two Greenville Crossing
4001 Kennett Pike
P. O. Box 4477
Wilmington, Delaware 19807-0477
(302) 652-4800

FILED
SEP 10 10 52 AM '96
DELAWARE

(800) 318-7407

Telecopier
(302) 652-6760

4 September 1996

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

400001943694
-09/10/96--01134--001
*****70.00 *****70.00

RE: ARGOS INTERNATIONAL ENTERPRISES, INC./
ARTICLES OF INCORPORATION

Dear Sir or Madam:

Enclosed herewith for filing with the Florida Department of State are an original and one copy of the Certificate of Incorporation of ARGOS INTERNATIONAL ENTERPRISES, INC., as well as the Certificate of Designation of Registered Agent/Registered Office. Please file the Articles of Incorporation on a regular basis, and return a stamped "FILED" copy of same to our office by regular mail in the enclosed, self-addressed, stamped return envelope. Also, enclosed herewith is our check in the amount of \$70.00, representing payment of filing fees incurred in connection with this matter.

If you have any questions, please do not hesitate to contact me. Thank you in advance for cooperation and assistance in this matter.

Very truly yours,

Donna M. Thompson

DONNA M. THOMPSON
Incorporation Specialist

F. CHESSEX SEP 12 1996

DMT:ccb
Enclosures

ARTICLES OF INCORPORATION

of

AGROS INTERNATIONAL ENTERPRISES, INC.

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

FILED
SEP 10 AM 8
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation shall be: **AGROS INTERNATIONAL ENTERPRISES, INC.**

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 3801 South Ocean Drive, #14V, Hollywood, Florida 33019.

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 shares of common stock, with no par value.

ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is: Oleksander Molyaka, 3801 South Ocean Drive, #14V, Hollywood, Florida 33019.

ARTICLE V - DIRECTOR(S)

The name(s) of the director(s) is(are): Oleksander Molyaka.

ARTICLE VI - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is: Corporations & Companies, Inc., Stephen D.M. Robinson, President, Suite 300A, Two Greenville Crossing, 4001 Kennett Pike, Wilmington, Delaware 19807.

The undersigned has executed these Articles of Incorporation this 4th day of September, 1996.

CORPORATIONS & COMPANIES, INC.

BY:


STEPHEN D.M. ROBINSON, President
Incorporator

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 807.0501 or 817.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE 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: AGROS INTERNATIONAL ENTERPRISES, INC.

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

Oleksander Molyaka

(Name)

3801 S. Ocean Drive #14V

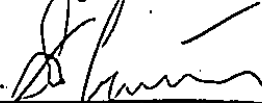
(P.O. Box not acceptable)

Hollywood, FL 33019

(City/State/Zip)

FILED
96 SEP 10 AM 9:21
TALLAHASSEE, FLORIDA

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)

8/27/96

(Date)