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TO: DIVISION OF CORPORATIONS FAX #: (904)922-4001
FROM: CORPORATE CREATIONS INTERNATIONAL INC. ACCT#: 073171003004
CONTACT: JOHNNY C RODRIGUEZ PHONE: (305)672-0686 FAX #: (305)672-9110

NAME: M & F TRADING, INC.
AUDIT NUMBER.....H96000012712
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..1 PAGES..... 4
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Articles of Incorporation
of
M & F Trading, Inc.

Article I. Name

The name of this Florida corporation is:
M & F Trading, Inc.

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TALLAHASSEE, FLORIDA

Article II. Address

The mailing address of the Corporation is:

M & F Trading, Inc.
7801 NW 37th Street
EPS No. A-328
Miami FL 33166

Article III. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:

Randall L. Sidlosca
Latour & Sidlosca, P.A.
605 Lincoln Road, Suite 420
Miami Beach FL 33139

Article V. Board of Directors

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.

Randall L. Sidlosca FL Bar Member 511609
Latour & Sidlosca, P.A.
605 Lincoln Road, Suite 420
Miami Beach FL 33139
305-538-8911 • Fax 305-538-1987

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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 law. The name of each initial member of the Corporation's Board of Directors is:

Diego José Mera
Maria Fernandez

Article VI. Incorporator

The name and address of the incorporator is:

Randall L. Sidlosca
Latour & Sidlosca, P.A.
605 Lincoln Road, Suite 420
Miami Beach FL 33139

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective September 11, 1996

The authorized representative of the incorporator executed these Articles of Incorporation on September 11, 1996



RANDALL L. SIDLOSCA
by Luis A. Uriarte as attorney-in-fact

Randall L. Sidlosca FL Bar Member 511609
Latour & Sidlosca, P.A.
605 Lincoln Road, Suite 420
Miami Beach FL 33139
305-538-8911 • Fax 305-538-1987

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT AND REGISTERED OFFICE**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATION:
M & F Trading, Inc.

REGISTERED AGENT:
Randall L. Sidlosca
Latour & Sidlosca, P.A.
605 Lincoln Road, Suite 420
Miami Beach FL 33139

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.



RANDALL L. SIDLOSCA
by Lus A. Uriarte as attorney-in-fact

Date: 9/11/96

Randall L. Sidlosca FL Bar Member 511609
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