

P98000031936



THE UNITED STATES CORPORATION COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 771537 8738A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : April 7, 1998

ORDER TIME : 11:06 AM

ORDER NO. : 771537-005

CUSTOMER NO: 8738A

CUSTOMER: Roger Brown, Esq
CARPENTER & BROWN, P.A.

400002481324--4
-04/07/98--01065--018
****122.50 ****122.50

Suite 100
701 East Commercial Boulevard
Fort Lauderdale, FL 33334

DOMESTIC FILING

NAME: NAFTEX INTERNATIONAL, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR -7 PM 2: 19

RECEIVED
APR -7 PM 12: 09
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION
OF
NAFTEX INTERNATIONAL, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR -7 PM 2:19

ARTICLE I - NAME

The name of the corporation is NAFTEX INTERNATIONAL, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence, unless sooner dissolved according to law.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which this corporation is authorized to issue is 5000 shares of common stock having a par value of \$1.00 each, and such shall be designated "common shares".

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale (by this corporation) for cash or property of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price per share at which it is offered to others, (based on cash value or fair market value of property involved in the sale).

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1000 West McNab Road, Pompano Beach, FL 33069. and the name of the initial registered agent of this corporation at

that address is Thomas J. Hibert. The principal office of this corporation is 1000 West McNab Road, Pompano Beach, FL 33069.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have four (4) directors initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one. The name and address of the initial directors of this corporation are as follows:

ROBERT CROCCO
1000 W. McNab Road
Pompano Beach, FL 33069

JUAN MIESES
1000 W. McNab Road
Pompano Beach, FL 33069

IGNACIO GONZALEZ
1000 W. McNab Road
Pompano Beach, FL 33069

MICHAEL J. MARDIS
1000 W. McNab Road
Pompano Beach, FL 33069

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these articles is THOMAS J. HIBERT.

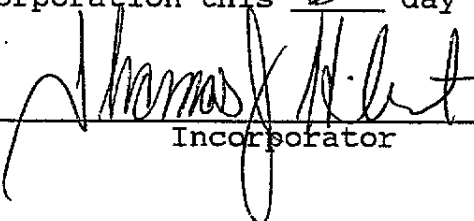
ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendments thereto, and any right conferred upon the shareholders is subject to this reservation.

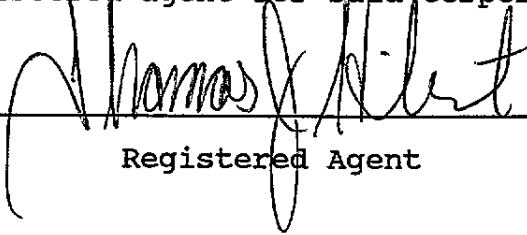
IN WITNESS WHEREOF, the undersigned incorporator executed these articles of incorporation this 6TH day of APRIL, 1998.



Incorporator

ACCEPTANCE OF REGISTERED AGENT

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.



Registered Agent

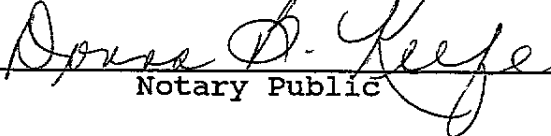
NOTARY

STATE OF FLORIDA

COUNTY OF BROWARD

Before me, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared THOMAS J. HIBERT, known to me and known by me to be the person who executed the foregoing articles of incorporation as incorporator and registered agent.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 6 day of APRIL, 1998.



Notary Public

My Commission Expires:



DONNA B. KEEFE
COMMISSION # CC 640485
EXPIRES JUN 24, 2001
BONDED THRU
ATLANTIC BONDING CO., INC.

F:\WORK\CORP\NAFTEX\ART.INC

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SECRETARY OF STATE
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