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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
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NAME: MILLENNIUM KING GROUP, INC.

AUDIT NUMBER.....H9800007015

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..1

PAGES..... 2

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ARTICLES OF INCORPORATION

of

MILLENNIUM KING GROUP, INC.

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

ARTICLE I - NAME

The name of the corporation shall be: Millennium King Group, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:
3725 N.E. 163rd Street, North Miami Beach, FL 33160

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 500 shares of common stock, at \$1. par value.

ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:
Martin H. Alman, 17290 N.E. 19th Avenue
North Miami Beach, FL 33162-2210

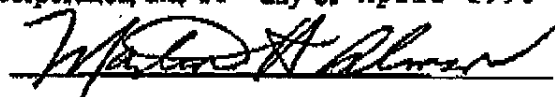
ARTICLE V - DIRECTOR(S)

The name(s) of the director(s) is(are): Lev Kobrin, Pres., Sec'y., 25 shares
Alexandre Abramovitch, V.Pres. 25 shares; Valerij Kodru, V.Pres. 25 shares
Mikael Rasner, V.Pres. 25 shares

ARTICLE VI - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:
Martin H. Alman, 17290 N.E. 19th Avenue
North Miami Beach, FL 33162-2210

The undersigned has executed these Articles of Incorporation this 13 day of April 1998



Prepared by:
Martin H. Alman Incorporator
17290 N.E. 19 Avenue N. Miami Beach, FL
(305) 944-5353

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, 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: Millennium King Group, Inc.

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

Martin H. Alman

(Name)

17290 N.E. 19th Avenue

(P.O. Box not acceptable)

North Miami Beach, FL 33162

(City/State/Zip)

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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)

4 / 13 / 98
(Date)