

PO0000008509

Miami, December 27, 1999

Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

ATT: Secretary of State

Enclosed you will find the original and one copy of the Articles of Incorporation of A Plus International Trading, Inc. A check in the amount of \$70.00 is included to cover the applicable fees.

Sincerely,



Claudia Estabridis

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*****70.00 *****70.00

FILED
00 JAN 19 AM 11:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(Handwritten initials)
1-26-00

ARTICLES OF INCORPORATION OF

A PLUS INTERNATIONAL TRADING, INC

The undersigned incorporator hereby forms the following corporation under the laws of the state of Florida.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the corporation is, A Plus International Trading , Inc and its address is 14355 SW 98 Terrace, Miami Florida 33186

ARTICLE II PURPOSE

This corporation is organized to engage in any and all lawful business activity permitted under the laws of the State of Florida

ARTICLE III CAPITAL AND STOCK

The maximum number of shares of stock which this corporation is authorized to issue is one hundred (100) shares with no par value. Said shares of stock may be issued only for a consideration having a fair value as many are determined by the Board of Directors.

ARTICLE IV TERMS OF EXISTENCE

This corporation it to exist perpetually from the date these Articles are filled with the Department of State, subject to the laws of the State of Florida.

ARTICLE V
REGISTERED AGENT AND OFFICE

The initial Registered Agent and the street address of the initial registered office of this corporation shall be 14355 SW 98 Terrace Miami Florida 33186

ARTICLE VI
DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be changed from time to time in accordance with the by-laws adopted by the directors, but the number shall never be less than one (1). The name and street address of the initial directors are:

Claudia Estabridis
14355 SW 98 Terrace
Miami Florida 33186

ARTICLE VII
INCORPORATORS

The name and address of the incorporator is:

Claudia Estabridis
14355 SW 98 Terrace
Miami Florida 33186

ARTICLE VIII
PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which already holds, shall have the right to purchase his prorata share thereof (as nearly as many be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE IX
AMENDMENT

These articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors proposed by them to the stockholders and approved at stockholder's meeting by at least majority of the stock entitled to, unless of the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand and seal this...27...day of...December...of 1999



Claudia Estabridis

Acceptance by Registered Agent

Having been named to accept service of process for the above named corporation, at the designed in these Articles, I hereby accept this appointment and agree to comply with the provision of Chapter 48.091, Florida Statutes, relative to keeping open said office.

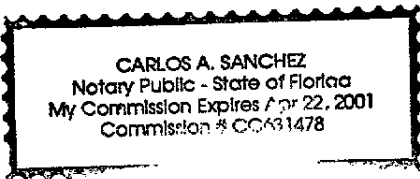


Claudia Estabridis

STATE OF FLORIDA)
COUNTY OF DADE)

I HEREBY CERTIFY on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgement, personally appeared Claudia Estabridis to me know to be the person described in and who execute the foregoing instrument and acknowledged before me that execute the same

WITNESS my hand and official seal in the County and State last aforesaid this.....27.....day of December.....of 1999



Notary Public At Large
State of Florida

My Commission Expires

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Claudia Estabridis