

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

PO0000034214

Mediterranean Group of Co's, Inc.

100003194911--7
-04/04/00--01044--013
*****78.75 *****78.75

<input checked="" type="checkbox"/>	Art of Inc. File	<u>Cert.</u>
<input type="checkbox"/>	LTD Partnership File	_____
<input type="checkbox"/>	Foreign Corp. File	_____
<input type="checkbox"/>	L.C. File	_____
<input type="checkbox"/>	Fictitious Name File	_____
<input type="checkbox"/>	Trade/Service Mark	_____
<input type="checkbox"/>	Merger File	_____
<input type="checkbox"/>	Art. of Amend. File	_____
<input type="checkbox"/>	RA Resignation	_____
<input type="checkbox"/>	Dissolution / Withdrawal	_____
<input type="checkbox"/>	Annual Report / Reinstatement	_____
<input checked="" type="checkbox"/>	Cert. Copy	_____
<input type="checkbox"/>	Photo Copy	_____
<input type="checkbox"/>	Certificate of Good Standing	_____
<input type="checkbox"/>	Certificate of Status	_____
<input type="checkbox"/>	Certificate of Fictitious Name	_____
<input type="checkbox"/>	Corp Record Search	_____
<input type="checkbox"/>	Officer Search	_____
<input type="checkbox"/>	Fictitious Search	_____
<input type="checkbox"/>	Fictitious Owner Search	_____
<input type="checkbox"/>	Vehicle Search	_____
<input type="checkbox"/>	Driving Record	_____
<input type="checkbox"/>	UCC 1 or 3 File	_____
<input type="checkbox"/>	UCC 11 Search	_____
<input type="checkbox"/>	UCC 11 Retrieval	<u>T SMITH</u>
<input type="checkbox"/>	Courier	_____

Signature _____

Requested by: CM 4/4 10:11

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

FILED
00 APR 14 PM 3:57
RECEIVED
00 APR -4 AM 10:41
DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

APR 04 2000

**ARTICLES OF INCORPORATION
OF
MEDITERRANEAN GROUP OF USA, INC.**

ARTICLE I - NAME

The name of this corporation is MEDITERRANEAN GROUP OF USA, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of \$0.01 par value stock.

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash or 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 prorata share thereof, (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 3500 N.W. Boca Raton Boulevard, Suite 719, Boca Raton, Florida 33431, and the name of the initial registered agent of this corporation is OSMAN OZYIGIT, 3500 N.W. Boca Raton Boulevard, Suite 719, Boca Raton, Florida 33431.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) 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:

OSMAN OZYIGIT
3500 N.W. Boca Raton Boulevard
Suite 719
Boca Raton, Florida 33431

FILED
00 APR -4 PM 3:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TOLGA ONSIPAHIOGLU
3500 N.W. Boca Raton Boulevard
Suite 719
Boca Raton, Florida 33431

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

OSMAN OZYIGIT
3500 N.W. Boca Raton Boulevard
Suite 719
Boca Raton, Florida 33431

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed this Articles of Incorporation on April 3rd, 2000.


OSMAN OZYIGIT

STATE OF FLORIDA

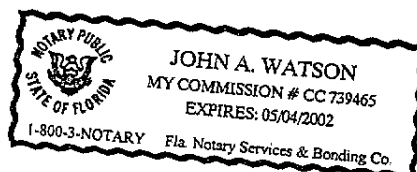
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 3rd day of April, 2000 by OSMAN OZYIGIT who is personally known to me or who has produced Fla. Driver's License as identification.


NOTARY PUBLIC

My Commission Expires:

(Seal)

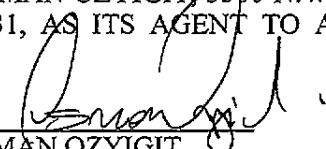


**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

OSMAN OZYIGIT
3500 N.W. Boca Raton Boulevard
Suite 719
Boca Raton, Florida 33431

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST, THAT MEDITERRANEAN GROUP OF USA, INC. DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF BOCA RATON, STATE OF FLORIDA, HAS NAMED OSMAN OZYIGIT, 3500 N.W. BOCA RATON BOULEVARD, SUITE 719, BOCA RATON, FLORIDA 33431, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE: 
OSMAN OZYIGIT

TITLE: INCORPORATOR

DATED: April 24, 2000

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER ACCEPT TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES

SIGNATURE: 
OSMAN OZYIGIT
Registered Agent

DATE: April 3rd, 2000