Ed Tribble Florida Information Requester's Name P.O. Box 11144 Address Tallahassee, FL 3230 City/State/Zip CORPORATION NAME(S) &	02-3144 Phone #	Office se on if known):
1. ALLIED DUTY FREE SHO		
(Corporation Name)	(Document #)	
2(Corporation Name)	(Document #)	S 20 12
3(Corporation Name)	(Document #)	U. 1777
4. (Corporation Name) Walk in Pick up to Mail out Will wait		Certificate of Status
NEW FILINGS Profit Not for Profit Limited Liability Domestication Other OTHER FILINGS	Change of Reging Dissolution/With Merger	
Annual Report Fictitious Name	Foreign Limited Partner Reinstatement Trademark Other	nnnn

J. BRYAN MAY 2 4 2001

CR2E031(7/97)

ARTICLES OF INCORPORATION OF Allied Duty Free Shops, Inc.



ARTICLE I.

CORPORATE NAME

The name of this corporation shall be: Allied Duty Free Shops, Inc.

ARTICLE II.

NATURE OF CORPORATE BUSINESS

The Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III.

CAPITAL STOCK

This Corporation is authorized to issue a maximum of Tene Thousand (10,000) shares of common stock having no par value. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV.

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be: Scott A. Neuman 11955 SW 142 Terr, Miami, Fl. 33186.

ARTICLE V.

BOARD OF DIRECTORS

The number of Directors may be altered from time to time by By-Laws adopted by the Stockholders. However, the Corporation shall no less than one (1) Director at any time.

ARTICLE VI.

INITIAL DIRECTOR

- .

The name and post office address of the first Director of the Corporation is:

Name

Add<u>ress</u>

Scott A. Neuman

11955 SW 142 Terr. Miami. Fl. 33186.

The first Director shall hold office until the first annual meeting of the Stockholders of the Corporation.

ARTICLE VII - CORPORATE ADDRESSES

This corporation shall maintain its principle office at 11955 SW 142 Terr. Miami, Fl. 33186 and shall have as its mailing address: 11955 SW 142 Terr. Miami, Fl. 33186. The principle office, mailing address and registered office are the same.

ARTICLE VIII.

INCORPORATOR

The name and post office address of the Incorporator executing these Articles of Incorporation is:

Incorporator

Address

Scott A. Neuman

11955 SW 142 Terr. Miami, Fl. 33186.

THE UNDERSIGNED Incorporator, for the purpose of forming a Corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts stated are true.

Scott M. Neuman

STATE OF FLORIDA)

: SS:

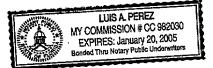
COUNTY OF DADE

Signature

The foregoing instrument was acknowledged before me this 23 day of May 2001 by Scott A. Neuman who V is personally known to me or produced the following

and did not identification take an oath.

NOTARY PUBLIC, State of Florida



The undersigned hereby accepts the foregoing designation as initial Registered Agent and agrees to comply with the provisions of law applicable to said designation.

Scott A Neuman Registered Agent