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LAW OFFICES OF

RICHARD S. GENDLER & ASSOCIATES, P.A.

2828 CORAL WAY, SUITE 304
MIAMI, FLORIDA 33145

TELEPHONE: (305) 444-1533
FACSIMILE: (305) 444-1075

Via U.S. Mail

April 24, 2002

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

100005371081--9
-04/29/02--01112--005
*****70.00 *****70.00

RE: North, Schwartzman, & Chile, Inc.

Dear Sirs:

Enclosed please find (1) original articles of incorporation and (1) copy for the above referenced corporation, and a check in the sum of \$70.00.

Please file these articles and forward proof of filing to this office.

Thank you.

Very truly yours,

Robert F. Bollinger, Esquire
For the firm

RFB/rfb

enclosure

FILED
02 APR 29 PM 2:40
SECRETARY OF STATE
TALLAHASSEE FLORIDA

D. WHITE MAY - 2 2002

ARTICLES OF INCORPORATION
OF
NORTH, SCHWARTZMAN, & CHILE, INC.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be NORTH, SCHWARTZMAN, & CHILE, INC.

The principal place of business of this corporation shall be at: P.O. Box 612334, North Miami, Florida 33261.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having no par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 2828 Coral Way, Suite 304, Miami, Florida, 33145; and the name of the initial registered agent of the corporation at that address is RICHARD S. GENDLER, ESQUIRE.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have two directors, initially. The name and street address of the initial directors who shall hold office for the first year of the corporation, or until their successors are elected or appointed is:

1. LESLIE NORTH-Director & President.
ADDRESS: P.O. Box 612334, North Miami, Florida 33261.
2. JUAN SCHWARTZMAN-Director, Vice-President, and Secretary.
ADDRESS: P.O. Box 612334, North Miami, Florida 33261.

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

1. LESLIE NORTH-Director & President.
ADDRESS: P.O. Box 612334, North Miami, Florida 33261.

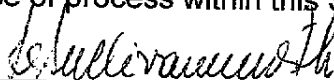
IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this
24 day of April, 2002.



LESLIE NORTH

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


In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act: NORTH, SCHWARTZMAN, & CHILE, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at City of North Miami, County of Miami-Dade, State of Florida, has named RICHARD S. GENDLER, ESQUIRE, located at 2828 Coral Way, Suite 304, Miami, Florida, 33145, as its agent to accept service of process within this State.



Leslie North-Officer

ACKNOWLEDGMENT BY DESIGNATED AGENT

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.



RICHARD S. GENDLER

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SECRETARY OF STATE
TALLAHASSEE FLORIDA