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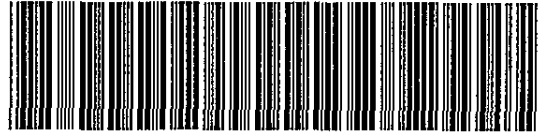
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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03 OCT 21 AM 1:16

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Alfred J. Tennant
168 SE 1st. ST Suite 900
Miami, FL 33131
Ph: 305-577-9771
Fax: 305-577-8696

October 20, 2003

Department of State
Division of Corporations
Corporate Filing
P.O.Box 6327
Tallahassee, FL 32314

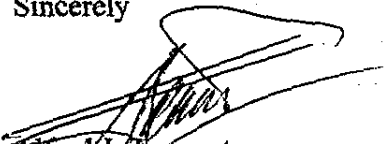
Re: Filling of New Corporation
Autopack Machinery USA Inc.
Express Mail ER 519094290

Dear Sirs

Please find attached the Articles of Incorporation for Autopack Machinery USA Inc. and the corresponding fee of 78.75.

Also inclosed is a return Express Mail Envelope duly stamped in order for you to return the recorded copy of the Articles of Incorporation.

Sincerely



Alfred J. Tennant
Incorporator / President

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03 OCT 21 AM 1:16

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
AUTOPACK MACHINERY USA INC.

The undersigned subscribers to the Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of Florida.

ARTICLE I. - NAME

The name of this corporation is: AUTOPACK MACHINERY USA INC.

ARTICLE II - NATURE OF BUSINESS

The general nature of business to be transacted by this corporation is: To engage in any activity of business permitted under the laws of the United States of America and the State of Florida.

ARTICLE III.- CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is: One hundred (100) shares at no par value.

ARTICLE IV.- INITIAL CAPITAL

The amount of capital with which this corporation will begin business is not less than Five Hundred Dollars (\$ 500.00).

ARTICLE V.- TERM OF EXISTANCE

This corporation is to exist perpetually.

ARTICLE VI.- ADDRESS

The initial post office address of the principal office of this corporation in the State of Florida is: 168 SE 1st. ST. Suite 900 Miami, FL. 33131 By majority vote of stockholders, or if created, by action of the Board of Directors, the principal office may from time to time, be moved to any other address in Florida.

ARTICLE VII.- MANAGEMENT BY STOCKHOLDERS.

The business of this corporation shall be initially managed by this, its stockholders rather than by a Board of Directors. This shall not prohibit the stockholders from creating a Board of Directors, by majority vote, to manage the business of the corporation as may be provided by the laws.

ARTICLE VIII.- SUBSCRIBERS

The name and post office address, of each subscriber of these Articles of Incorporation are:

Alfred Jocelyn Tennant 168 SE 1st. ST
Suite 900
Miami, FL. 33131

ARTICLE IX.- RESIDENT AGENT

I am hereby familiar with the duties of the resident agent and accept the designation of such. The name and post office of the resident agent of the corporation is: Alfred Jocelyn Tennant 168 SE 1st. ST Suite 900 Miami, Florida 33131.

ARTICLE X.- AMENDMENT

These articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by a majority vote of the stockholders or, if the stockholders, and Board of Directors proposed by them to the stockholders, and approved at a stockholders meeting by a majority of the stock entitled to vote thereon, unless all the stockholders, and if the Board of Directors is created, all the directors sign a written statement manifesting their intention that a certain amendment of the Article of Incorporation be made.

Registered Agent.

ALFRED J. TENNANT

Incorporator.

ALFRED J. TENNANT

OCT. 16 - 2003
DATE
OCT. 16 - 2003
DATE
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
OCT 21 AM 1:16

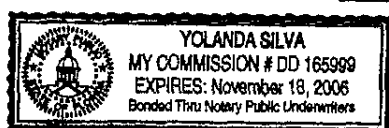
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STATE OF FLORIDA
COUNTY OF DADE

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State of Florida, Dade County to take acknowledgement, personally appeared.

Alfred Jocelyn Tennant described as subscribers in and who executed the foregoing Articles of Incorporation, and acknowledges before me that they subscribed to those Articles of Incorporation.

Witness my hand and official seal in the County and State named above on this 16th. Day of October 2003.



Yolanda Silva
Notary Public