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Joseph Constant, Esq.  
13800 S.W. 73rd Avenue  
Miami, Florida 33158  
(305) 378-9849

January 1, 1995

Florida Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32311

Re: South Africa Import & Export, Inc.

Dear Sir or Madam:

Enclosed for filing with your office are duplicate originals of the Articles of Incorporation for the referenced corporation.

A check in the amount of \$122.50, payable to the Secretary of State is enclosed representing payment as follows:

Filing Fee	\$35.00
Certified Copy	\$52.50
Registered Agent Fee	\$35.00
<b>TOTAL</b>	<b>\$122.50</b>

RECEIVED  
01 JAN 1995  
122.50

After filing, please mail a certified copy of the Articles of Incorporation to me in the enclosed self-addressed stamped envelope.

Very truly yours,

*Joseph Constant*  
Joseph Constant

ARTICLES OF INCORPORATION  
OF  
SOUTH AFRICA IMPORT & EXPORT, INC.

The undersigned, acting as incorporator of SOUTH AFRICA IMPORT & EXPORT, INC. under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation is:

SOUTH AFRICA IMPORT & EXPORT, INC.

and the principal place of business is:

13800 S.W. 73RD AVENUE, MIAMI, FLORIDA 33158

ARTICLE II. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence on the date of filing of these Articles of Incorporation.

ARTICLE III. PURPOSE

This corporation is formed for the purpose of engaging in exporting and in all businesses incidental thereto and may engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE IV. AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is ONE THOUSAND shares of common stock having a par value of \$1.00 per share. The consideration to be paid for each share shall be fixed by the board

of directors and may be paid in whole or in part in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation, with a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 13800 S.W. 73rd Avenue, Miami, Florida 33158 and the name of the corporation's initial registered agent at that address is Joseph Constant.

ARTICLE VI. INITIAL BOARD OF DIRECTORS

The corporation shall have two director(s) initially. The number of directors may be increased from time to time, as provided in the bylaws, but shall never be less than one. The name and street address of the initial director(s) are:

JOSEPH CONSTANT

ROBERT A. ARTHUR

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator is:

JOSEPH CONSTANT

13800 S.W. 73rd Avenue  
Miami, florida 33158

ARTICLE VIII. BYLAWS

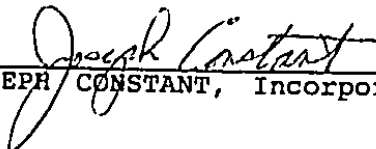
The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that

the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE IX. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation. These Articles may be amended prior to the issuance of shares of the corporation by the unanimous approval or consent of the board of directors. Thereafter, every amendment shall be approved by the board of directors, proposed by them to the shareholders, and approved at a shareholders' meeting by the holders of a majority of the shares entitled to vote on the matter or in such other manner as may be provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this <sup>1st</sup>~~12th~~ day of <sup>JANUARY</sup>~~October~~, 1994.

  
JOSEPH CONSTANT, Incorporator

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for SOUTH AFRICA IMPORT & EXPORT, INC. in the foregoing Articles of Incorporation, we hereby agree to accept service of process for said corporation and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent.

  
JOSEPH CONSTANT

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FILED  
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TALLAHASSEE FLORIDA