

995000018904

Admitted in Florida and
North Carolina

TEL (305) 670-6929
FAX: (305) 670-9990

LAW OFFICES

Paul M. Kade

One Datan Center • Suite 400
9100 South Dadeland Boulevard
Miami, Florida 33156-7814

March 3, 1995

Of Counsel
Stanley L. Morrow
(New Jersey & D.C. Bars)

190 Sylvan Ave
Englewood Cliffs, N.J. 07632
(201) 616 0772

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32301

Re: Paglo Export, Inc.
File No : 989.1

EFFECTIVE DATE
3-3-95

FILED
95 MAR -6 PM 1:51
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Gentlemen:

Enclosed for filing is the original and a copy of the Articles of Incorporation of Paglo Export, Inc., which is a Florida for profit corporation.

Also enclosed herewith is a check payable to the "Secretary of State" in the amount of \$122.50 to pay for the following charges:

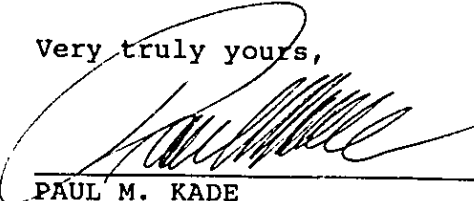
- 1) Original filing fee of \$35.00;
- 2) Registered agent fee of \$35.00;
- 3) Certified copy fee of \$52.50.

6000101422216
-03/07/95--01001--023
***122.50 ***122.50

Please send a certified copy of the Articles of Incorporation to the above address in the enclosed Federal Express mailer.

Thank you for your cooperation.

Very truly yours,


PAUL M. KADE

PMK:mab
Encls.

B RECD MAR 10 1995

EFFECTIVE DATE
3-3-95

ARTICLES OF INCORPORATION
OF
PAGLO EXPORT, INC.

FILED
MAR - 6 1995
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I - NAME

The name of this Corporation is PAGLO EXPORT, INC.

ARTICLE II - PRINCIPAL PLACE OF BUSINESS & MAILING ADDRESS

The principal place of business and mailing address of the Corporation shall be: 9100 S. Dadeland Boulevard, Suite #400, Miami, Florida 33156.

ARTICLE III - DURATION

The Corporation shall have a perpetual existence.

ARTICLE IV - PURPOSE

The purpose of this Corporation is to engage in any activities or business permitted under the Laws of the United States of America and the State of Florida.

ARTICLE V - CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 7,500 shares of common stock having a par value of \$1.00 per share. All shares of stock issued by the Corporation shall be paid in lawful money of the United States of America or in property, the just value of which shall be fixed by the Board of Directors in the manner provided for by the laws of the State of Florida.

ARTICLE VI - INITIAL REGISTERED OFFICE & AGENT

The initial registered office of this Corporation shall be 9100 S. Dadeland Boulevard, Suite #400, Miami, Florida 33156, and the initial registered agent of this Corporation at such

office shall be PAUL M. RADE, who upon accepting this designation agrees to comply with the provisions of §48.091, Florida Statutes, as amended from time to time, with respect to keeping an office open for service of process.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of one (1) member. The number of directors may be increased or decreased from time to time by vote of the stockholders, but in no case shall the number of directors be less than one (1) nor more than three (3). The name and address of the director constituting the initial Board of Directors is:

Paul M. Kade
9100 S. Dadeland Boulevard, Suite #400
Miami, Florida 33156

ARTICLE VIII - OFFICERS

The affairs of this Corporation shall be managed by its Board of Directors, acting through the officers of the Corporation consisting of a President, Vice President, Treasurer, and Secretary, and any other assistant vice presidents and secretaries as may be designated in the By-Laws of the Corporation. The officers of the Corporation shall be elected in the manner set forth in the By-Laws.

ARTICLE IX - BY-LAWS

The Board of Directors shall have full power to adopt, amend, or rescind the By-Laws by majority vote.

ARTICLE X - RESTRICTION ON TRANSFER OF STOCK

Stock in the corporation may be transferred to the

corporation or to other shareholders without prior approval of the Board of Directors or other shareholders. However, any sale or transfer of stock in the corporation to third parties must be approved in advance by the owners of not less than fifty one percent (51%) of the outstanding shares of stock and any attempted sale or transfer to a third party in violation of this provision is null and void.

ARTICLE XI - AMENDMENT

Amendments to these Articles of Incorporation may be proposed by any shareholder, officer, or director. The Articles of Incorporation may be amended by resolution passed by a majority vote of the Board of Directors.

ARTICLE XII - INCORPORATOR

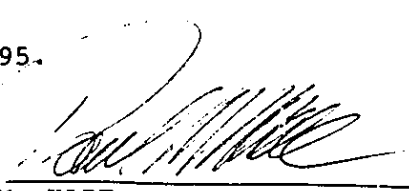
The name and address of the person signing these Articles of Incorporation is:

PAUL M. KADE
9100 S. Dadeland Boulevard, Suite #400
Miami, Florida 33156

ARTICLE XIII - COMMENCEMENT OF CORPORATE EXISTENCE

This Corporation shall commence existence as of the date of subscription and acknowledgment of these Articles of Incorporation.

DATED this 3 day of March, 1995.



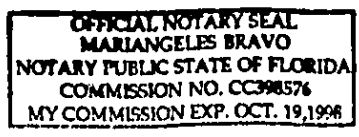
PAUL M. KADE, Incorporator

STATE OF FLORIDA)
) ss:
COUNTY OF DADE)

The foregoing Articles of Incorporation of PAGLO EXPORT, INC., were acknowledged before me this 3rd day of March, 1995, by PAUL M. KADE, as Incorporator.

NOTARY SEAL:

Mariangeles Bravo
NOTARY SIGNATURE




Mariangeles Bravo
PRINTED NOTARY SIGNATURE

Personally known ✓ or produced identification _____
Type of identification produced _____

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for PAGLO EXPORT, INC., at the place designated in the Articles of Incorporation, I, PAUL M. KADE, agree to act in this capacity, and agree to comply with the provisions of Section 48.091 relative to keeping open such office.

DATED this 3 day of March, 1995.



PAUL M. KADE, Registered Agent

FILED
95 MAR -6 PM 1:50
SECRETARY OF STATE
TALLAHASSEE FLORIDA