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FILED
95 MAR -8 PM 3:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IVAN A. GOMEZ
BOARD CERTIFIED TAX ATTORNEY

March 7, 1995

Corporate Records Bureau
Division of Corporations
Department of State
409 East Gaines Street
Tallahassee, FL 32301

Re: Transatlantic Investment Corporation

Gentlemen:

We are enclosing herewith an original and one copy of the Articles of Incorporation for the above-referenced Corporation. In addition, a check in the sum of \$122.50 is enclosed for the following fees:

Filing fee	\$35.00
Certified Copy	\$52.50
Registered Agent fee	\$35.00

Please file the original of the enclosed Articles of Incorporation and return a certified copy to the attention of the undersigned.

In order to expedite the delivery of this certified copy to me, I have enclosed an Airborne Express return envelope.

Your prompt attention to this matter is appreciated.

Very Truly Yours,


Ivan A. Gomez

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Enclosures

MAR 9 1995

BSB

**ARTICLES OF INCORPORATION
OF
TRANSATLANTIC INVESTMENT CORPORATION
A FLORIDA CORPORATION**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of a Florida corporation ("Corporation"), under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME

The name of the Corporation is TRANSATLANTIC INVESTMENT CORPORATION, its initial principal office is located at 7310 N.W. 79th Terrace, Medley, Florida and the mailing address of the Corporation is 601 Brickell Key Drive, Suite 507, Miami, Florida 33131.

ARTICLE II

DURATION

The Corporation shall have perpetual existence.

ARTICLE III

PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE IV

CAPITAL STOCK

The Corporation is authorized to issue 100,000 shares of One Dollar (\$1.00) par value Common Stock.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 601 Brickell Key Drive, Suite 507, Miami, Florida 33131 and the name of the initial Registered Agent of the Corporation at that address is Ivan A. Gomez, P.A.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The Corporation shall initially have four directors to hold office until the first annual meeting of shareholders and their successor shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation, but shall never be fewer than one (1). The names and addresses of the initial directors of the Corporation are:

<u>Name</u>	<u>Address</u>
Roberto Serrano	7310 N.W. 79th Terrace Medley, Florida 33166

Angelica Serrano	7310 N.W. 79th Terrace Medley, Florida 33166
Aldo J. Serrano	7310 N.W. 79th Terrace Medley, Florida 33166
Maria Agustina Serrano	7310 N.W. 79th Terrace Medley, Florida 33166

ARTICLE VII

INCORPORATOR

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

<u>Name</u>	<u>Address</u>
Ivan A. Gomez, P.A.	601 Brickell Key Drive Suite 507 Miami, Florida 33131


ARTICLE VII

AMENDMENTS

The power to amend these Articles of Incorporation in accordance with law is reserved to the shareholders. Any right conferred upon any shareholder by these Articles of Incorporation is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this 14 day of MARCH, 1995.

IVAN A. GOMEZ, P.A.

By: 
Ivan A. Gomez, President
Incorporator

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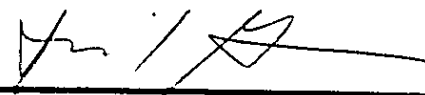
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

The undersigned hereby accepts the appointment as the initial Registered Agent of TRANSATLANTIC INVESTMENT CORPORATION, as made in the foregoing Articles of Incorporation.

IVAN A. GOMEZ, P.A.

Date: 3/7/95

By: 
Ivan A. Gomez, President