

03/13/95 FAS CORP. INTL 92-959 P.

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PUBLIC ACCESS SYSTEM
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TO: DIVISION OF CORPORATIONS FROM: FAS-T CORP. AGENTS, INC.
DEPARTMENT OF STATE 0405 NW 53RD ST
STATE OF FLORIDA SUITE C-100
409 EAST GAINES STREET MIAMI FL 33166- 0-000000
TALLAHASSEE, FL 32399 CONTACT: LIDIA FERNANDEZ
FAX: (904) 922-4000 PHONE: (305) 599-0839
FAX: (305) 592-9591

(((H95000002866))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: SOM-MAR INT'L, INC.
FAX AUDIT NUMBER: H95000002866 CURRENT STATUS: REQUESTED
DATE REQUESTED: 03/13/1995 TIME REQUESTED: 15:10:05
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
NUMBER OF PAGES: 3 METHOD OF DELIVERY: FAX
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ARTICLES OF INCORPORATION OF

ARTICLE I - NAME

The name of this Corporation is **SOM-MAR INT'L, INC.**

The principal place of business shall be: 401 69th St. # 2P Miami Beach, FL

ARTICLE II - DURATION

33141

This Corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida. Corporate existence shall commence at the time of filing of the articles by the Department of State, State of Florida.

ARTICLES III - PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 1000 shares of **ONE DOLLAR (\$1.00)** par value common stock which shall be designated "**COMMON SHARES**".

ARTICLES V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLES VI - INITIAL REGISTERED OFFICE AND AGENT.

The street address of the initial registered office of this Corporation is 401 69th STREET # 2P MIAMI BEACH 33141 and the name of the initial registered agent of this Corporation at that address is MARIA CRISTINA CERQUEIRA, 401 69th STREET #2 P MIAMI BEACH 33141.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have 02 director(s) initially. The number of director (s) may be either increased or diminished from time to time by the bylaws but shall never be less than one. The Corporation is (are):

MARIA CRISTINA CERQUEIRA
401 69th STREET #2P
MIAMI BEACH 33141

DAGMAR M. SALVO
401 69th STREET #2P
MIAMI BEACH 33141

Prepared by: Maria Cristina Cerqueira
401 69th St. # 2P
Miami Beach, FL 33141
(305) 864-8443

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ARTICLE VIII - INCORPORATES

The name and address of the person(s) signing these articles are:

MARIA CRISTINA CERQUEIRA
401 69th STREET #2P
MIAMI BEACH, 33141

DAGMAR M. SALVO
401 69th STREET #2P
MIAMI BEACH 33141

ARTICLE IX - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE X - CALLING OF SPECIAL MEETINGS

Special meeting of shareholders may be called by the Board of Directors or the holders of not less than one tenth of all the shares entitled to vote at the meeting.

ARTICLE XI - SHAREHOLDERS QUORUM AND VOTING

The majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders. If a quorum is present, the affirmative vote of the majority of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE XII - APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

The approval of the shareholders of this Corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

ARTICLE XIII - INDEMNIFICATION


The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XIV - AMENDMENT

This Corporation reserves the right to amend or repeal any provision contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

In witness whereof, the undersigned subscribers have executed these articles of incorporation this 10TH DAY OF MARCH 1995

STATE OF FLORIDA)
COUNTY OF DADE


MARIA CRISTINA CERQUEIRA


DAGMAR M. SALVO

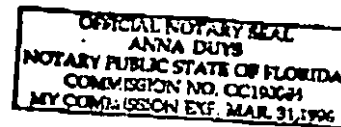
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Before me, a notary public authorized to take acknowledgments in the State and County set forth above personally appeared MARIA CRISTINA CEREJEIRA DA SILVA M. SALVO Known to me and known by me to be the person (s) who executed the foregoing articles of incorporation, and he (they) acknowledged before me that he (they) executed those articles of incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 9th day of MARCH, 1995

Anna D. D. D.
NOTARY PUBLIC, State of Florida
ANNA DUY
COMMISSION # CC190084
MY COMMISSION EXPIRES 3/31/96



I, the undersigned, having been named as initial registered agent of the Corporation in the foregoing articles of incorporation hereby accept said office and will serve in said capacity.

B. P. P. P.
REGISTERED AGENT

FILED
95 MAR 13 PM 4:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THIS COMPANY PHYSICAL AND MAILING ADDRESS IS:
401 69 STREET 2P
MIAMI BEACH 33141

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