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TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
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(((H95000003417)))
NAME: CARRY TRADING CORPORATION
FAX AUDIT NUMBER: H95000003417
DATE REQUESTED: 03/24/1995
CERTIFIED COPIES: 1
NUMBER OF PAGES: 4
ESTIMATED CHARGE: \$122.50

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
CURRENT STATUS: REQUESTED
TIME REQUESTED: 12:07:25
CERTIFICATE OF STATUS: 0
METHOD OF DELIVERY: FAX
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TO

MR-24-1995 13:45 FROM EMPIRE

ARTICLES OF INCORPORATION
OF
CARRY TRADING CORPORATION

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ARTICLE I - NAME

The name of this corporation is: Carry Trading Corporation
The principal place of business is:

150 SE 2nd Avenue, #1005, Miami, Florida 33131.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may hereafter be amended.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of \$1.00 par value common stock which shall be designated as "Common Shares".

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, 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.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 150 S.E. 2nd Avenue, Suite 1005, Miami, Florida 33131 and the name of the initial registered agent is Mark C. Bruni. The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one director constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws; however, there shall never be less than one Director. The names and addresses of the initial Board of Directors of the corporation are: Mark C. Bruni, 150 SE 2nd Ave., #1005, Miami, FL 33131;

MARK C. Bruni, Esq.
FL BAR # 734977
150 S.E. 2nd AVE. #1005
MIAMI, FL 33131
(305) 358-8054

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ARTICLE VIII - INCORPORATORS

The names and addresses of the incorporators signing these articles of incorporation are: Mark C. Bruni, 150 SE 2nd Ave., #1005, Miami, FL 33131.

ARTICLE IX - INDEMNIFICATION

This corporation reserves the right to amend hereto or repeal any provision contained herein, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 24th day of March, 1995.


Mark C. Bruni
Director

Line 000003417

**CERTIFICATE DESIGNATING REGISTERED AGENT AND
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF
AGENT UPON WHOM PROCESS MAY BE RESERVED**

In compliance with Section 43.091 and 607.034, Florida statutes,
the following is submitted:

First, that Carry Trading Corporation desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 180 S.E. 2nd Avenue, #1008, Miami, FL 33131, has named Mark C. Bruni, as its registered agent to accept service of process within Florida.

Mark C. Brunl
Incorporator

Dated: March 24, 1995

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provision of all statutes relative to the proper performance of my duties.

Mark C. Bruni
Registered Agent

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