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CORPORATION(S) NAME

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Verifier		

CR2E031 (R8-85)

Acknowledgment

W.P. Verifier

MPIRE Toll Free: 1-800-432-3028

ARTICLES OF INCORPORATION

CARROUSEL EXPRESS IMPORT & EXPORT CORP.

ARTICLE I - Name

The name of the corporation is:

CARROUSEL EXPRESS IMPORT & EXPORT CORP.

ARTICLE II - Nature of Business

This corporation may engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE III - Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is Seven Thousand Five Hundred (7,500) shares of common stock, each share having a par value of One Dollar (\$1.00).

Authorized capital stock may be paid for in cash, services, or property, at a just to be fixed by the Board of Directors of this corporation at any regular or special meeting.

ARTICLE IV - Term of Existence

This corporation shall have perpetual existence.

ARTICLE V - Initial Registered Office Agent

The street address of this initial registered and principal office of this corporation is 6956 N.W. 46th Street, Miami, Florida 33166 and the name of the initial registered agent of this corporation at that address is HAIM M. DABAH.

ARTICLE VI - Initial Board of Directors

This corporation shall have threew directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The names and addresses of the initial directors of this corporation are:

HAIM M. DABAH 6956 N.W. 46th Street, Miami, FL 33166

SION H. DABAH 6956 N.W. 46th Street, Miami, FL 33166

CARLOS NOVO 6956 N.W. 46th Street, Miami, FL 33166

ARTICLE VII - Initial Officers

The names and addresses of the officers are as follows:

PRESIDENT:

HAIM M. DABAH

6956 N.W. 46th Street

Miami, FL 33166

VICE-PRES:

SION H. DABAH

6956 N.W. 46th Street

Miami, FL 33166

SECRETARY:

CARLOS NOVO

6956 N.W. 46th Street

Miami, FL 33166

TREASURER:

HAIM M. DABAH

6956 N.W. 46th Street

Miami, FL 33166

ARTICLE VIII - Incorporator

The name and address of the person signing these articles is: HAIM M. DABAH, 6956 N.W. 46th Street, Miami, FL 33166.

ARTICLE IX - Distribution

The name and address of the subscriber of this Articles of Incorporation, and the number of shares of stock which he agrees to take and the sums subscribed to and paid are as follows:

NAME ADDRESS SHARE

HAIM M. DABAH 6956 N.W. 46th Street 500 Miami, FL 33166

ARTICLE X - Effective Date

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE XI - Amendment

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 37 day of March, 1995.

STATE OF FLORIDA) SS COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 27 of March, 1995, by HAIM M. DABAH, who is personally known to me, or who has produced the following type of identification Driver's License and who \underline{X} did did not take an oath.

MOTAKI POBLIC

My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRSTTHAT CARROUSEL EXPRESS IMPORT & EXPORT CORP. (NAME OF CORPORATION)
DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF OF THE STATE
OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF
Miami STATE OF Florida , HAS NAMED (STATE)
HAIM M. DABAH LOCATED AT 6956 N.W. 46th Street (STREET ADDRESS AND NUMBER OF BUILDING)
POST OFFICE BOX ADDRESSES ARE NOT ACCEPTABLE
CITY OF Miami , STATE OF FLORIDA, AS ITS AGENT TO ACCEPT
SERVICE OF PROCESS WITHIN FLORIDA.
SIGNATURE (CORPORATE OFFICER)
TITLE President
DATEMarch 27 ,1995

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE	(RESIDENT AGENT)
DATE	March 27 ,1995