

**P95000025809**

TO: DIVISION OF CORPORATIONS  
DEPARTMENT OF STATE  
STATE OF FLORIDA  
409 EAST GAINES STREET  
TALLAHASSEE, FL 32399  
FAX: (904) 922-4000

FROM: EMPIRE CORPORATE KIT COMPANY  
1492 W FLAGLER ST  
SUITE 200  
MIAMI FL 33135-  
CONTACT: RAY STORMONT  
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NAME: T S TRADING & PURCHASING CORPORATION  
FAX AUDIT NUMBER: H95000003717  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF

T S Trading & Purchasing Corporation

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, hereby adopts the following Articles of Incorporation:

Article I

Name

EFFECTIVE DATE

3-30-95

The name of the corporation is T S Trading & Purchasing Corporation with principal place of business at: 230 Mendoza Avenue # 10, Coral Gables, Florida 33134.

Article II

Duration

This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, if they are filed by the Department of State of the State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged.

Article III

Nature of Business

This corporation is organized for the purpose of transacting any or all lawful business.

Article IV

Capital Stock

(a) Authorized Capital. The Maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 100 shares of common stock having a par value of \$ 1.00 per share.

Prepared By: Jose I. Perez, Esq. (FBN 339784)  
2000 South Dixie Highway, Suite 100-D, Miami, Florida 33133  
(205) 285-1638

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(b) Preemptive Rights. Shareholders shall have no preemptive rights.

(c) Cumulative Voting. Cumulative voting shall not be permitted.

#### Article V

##### Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 2000 South Dixie Highway, Suite 100, Miami, Florida 33133, and the name of the initial registered agent of this corporation at that address is Jose I. Perez, ESQ.

#### Article VI

##### Directors

(a) Number. This corporation shall have 3 directors initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.

(b) Initial Directors. The names and street addresses of the members of the first board of directors of the corporation are:

##### Names

##### Street Addresses

Ramiro Enrique Rosa

Roque Saenz Peña 444 Cuarto B San Isidro, Pcia Bs. As. Argentina.

Fernando Alberto Cortes

Pumacahua 768 Capital Federal, Argentina.

Fernando Leo Mahlkecht

230 Mendoza Avenue # 10, Coral Gables, Florida 33134

(c) Compensation. The board of directors is hereby specifically authorized to make provisions for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

(d) Indemnification. the board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

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Article VII

Bylaws

The initial by laws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

Article VIII

Incorporators

The name and street address of the incorporators of this corporation are:

Ramiro Enrique Rosa: Roque Saenz Peña, 444 Cuarto B, San Isidro, Pcia. Bs. As., Argentina.

Fernando Alberto Cortes: Pumasahua 768 Capital Federal, Argentina

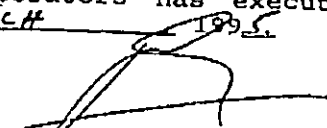
Fernando Leo Mahlknecht: 230 Mendoza Avenue, #10 Coral Gables, Florida 33134.

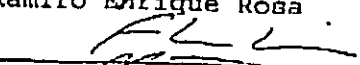
Article IX

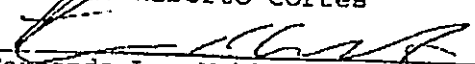
Amendment

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the incorporators has executed these Articles the 30 day of MARCH 1995.

  
\_\_\_\_\_  
Ramiro Enrique Rosa

  
\_\_\_\_\_  
Fernando Alberto Cortes

  
\_\_\_\_\_  
Fernando Leo Mahlknecht

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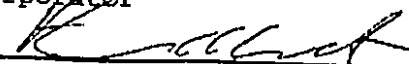
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

T.S. Trading & Purchasing Corporation desiring to organize or qualify under the laws of the State of Florida with its principal place of business at City of Miami, State of Florida, has named Jose I. Perez, Esquire, located at Grove 2000 Building, 2000 South Dixie Highway, Suite 100, Miami, Florida 33133 as its agent to accept service of process within Florida.

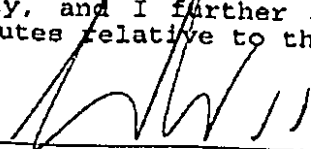
  
Ramiro Enrique Rosa, Incorporator

  
Fernando Alberto Cortes,  
Incorporator

  
Fernando Leo Mahlknecht,  
Incorporator

Dated:

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.

  
Registered Agent

Dated: 30 MARCH 1995

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