

1201 HAYS STREET
TALLAHASSEE, FL 32301
(904) 222-0171
(904) 222-0301 FAX

800-142-8086



P9500028394

ACCOUNT NO. : 072100000032

REFERENCE : 573876 91834A

AUTHORIZATION :

Patricia Pizito

COST LIMIT : \$ 122.50

ORDER DATE : April 7, 1995

ORDER TIME : 10:17 AM

ORDER NO. : 573876

CUSTOMER NO: 91834A

100001450821

CUSTOMER: Mr. Robert M. McIntosh
NEWCO TRADING, INC.

2901 Ponce De Leon Boulevard

Miami, FL 33134

DOMESTIC FILING

International

NAME: NEWCO TRADING, INC.

95 APR 10 AM 9 48
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Unassigned

EXAMINER'S INITIALS:

T. BROWN APR 11 1995

~~95-7620~~



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 10, 1995

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: NEWCO TRADING, INC.
Ref. Number: W95000007626

We have received your document for NEWCO TRADING, INC. and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6932.

Teresa Brown
Corporate Specialist

Letter Number: 295A00016137

ARTICLES OF INCORPORATION
OF

NEWCO INTERNATIONAL TRADING, INC.

FILED
95 APR 10 AM 9 48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

NEWCO INTERNATIONAL TRADING, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

2901 Ponce de Leon Boulevard
Coral Gables, Florida 33134

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1,000 shares

\$1.00 par value

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Edward Newman
2901 Ponce de Leon Boulevard
Coral Gables, Florida 33134

ARTICLE V INCORPORATORS

The names and street addresses of the Incorporators to these Articles of Incorporation are:

Edward Newman	Eric E. Newman
2901 Ponce de Leon Boulevard	2901 Ponce de Leon Boulevard
Coral Gables, Florida 33134	Coral Gables, Florida 33134

ARTICLE VI THE BUSINESS OF THIS CORPORATION

The Corporation may engage or transact any or all lawful business activity permitted under the laws of The United States of America, the State of Florida, or any other state, country, territory or nation.

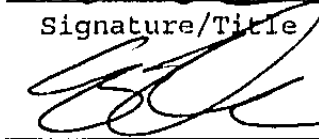
ARTICLE VII SUBSCRIBERS

The names and street addresses of the subscribers to these Articles of Incorporation are:

Edward Newman	Eric E. Newman
2901 Ponce de Leon Boulevard	2901 Ponce de Leon Boulevard
Coral Gables, Florida 33134	Coral Gables, Florida 33134

The undersigned have executed these Articles of Incorporation this 6th day of April, 1995.

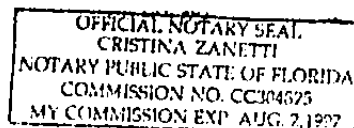

_____, PRESIDENT
Signature/Title


_____, VICE-PRESIDENT
Signature/Title

The foregoing instrument was acknowledged before me this 6th day of April, 1995 by Edward Newman and Eric E. Newman who are both personally known to me.



Notary Public



CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0801 or 617.0801, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.


1. The name of the corporation is: NEWCO INTERNATIONAL TRADING, INC.

2. The name and address of the registered agent and office is:

EDWARD NEWMAN
(Name)
2901 PONCE DE LEON BOULEVARD
(P.O. Box not acceptable)
CORAL GABLES, FLORIDA 33134
(City/State/Zip)

FILED
05 APR 10 AM 9:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Signature)

APRIL 6, 1995