

04/24/95

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FAS-T CORPORATE AGENTS

(305) 592-9591

FLA. D.

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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
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TALLAHASSEE, FL 32399
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FROM: FAS-T CORP. AGENTS, INC.
6405 NW 53RD ST
SUITE 3-120
MIAMI FL 33166-0224
CONTACT: LINDA ALEXANDER
PHONE: (305) 599-0839
FAX: (305) 592-9591

((P45000004578))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: MINORITY DUTY FREE, INC.
FAX AUDIT NUMBER: P45000004578
DATE REQUESTED: 04/24/1995
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** ENTER 'M' FOR MENU. **

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TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
MINORITY DUTY FREE, INC.**

ARTICLE I - NAME

The name of this corporation is MINORITY DUTY FREE, INC.

ARTICLE II - DURATION

This corporation is to have perpetual existence commencing April 24, 1995.

ARTICLE 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 500 shares of One (\$1.00) Dollar per value common stock. The whole or any part of the capital stock of this corporation shall be payable in lawful money of the United States of America or property, labor or services at a valuation to be fixed by the Director.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 2600 Douglas Road, Suite 500, Coral Gables, Florida 33134 and the name and address of the initial registered agent is Armando E. Lacasa, Esq., 3191 Coral Way, 3rd Floor, Miami, Florida 33145.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have 3 directors initially. The number of directors may be increased by the By-Laws to seven directors but shall never be less than one. The name and address of the initial directors of this corporation are Edward Lasseville, 140 Palm Avenue, Miami Beach, Florida 33139, Dania Z. Roe, 2131 S.W. 138 Court, Miami, Florida 33175 and Penny H. White 20507 N.E. 9th Place, North Miami Beach, Florida 33179.

1 Prepared by: Armando E. Lacasa, Esq.
Armando E. Lacasa, P.A.
3191 Coral Way, 3rd Floor
Miami, FL 33145

(305) 443-6163

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ARTICLE VII - INCORPORATION

The name and address of the person signing these Articles is Edward Laseville, 140 Palm Avenue, Miami Beach, Florida 33139.

ARTICLE VIII - INDEMNIFICATION

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

ARTICLE IX - OFFICERS

This corporation shall initially have 3 officers consisting of a President, a Secretary and a Treasurer. The number and type of officers may be changed from time to time by the bylaws, but shall never be less than one officer consisting of a President/Secretary. The name and addresses of the officers are Edward Laseville, 140 Palm Avenue, Miami Beach, Florida 33139, President, Dania Z. Ros, 2131 S.W. 138 Court, Miami, Florida 33175, Secretary and Penny H. White, 20507 N.E. 9th Place, North Miami Beach, Florida 33179, Treasurer.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 24th day of April, 1995.


EDWARD LASEVILLE

04/24/95 15:20 FAS-T CORPORATE AGENTS
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(305) 592-9591

P. 004

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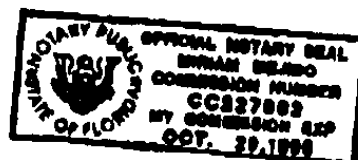
STATE OF FLORIDA :
: SS:
COUNTY OF DADE :

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared EDWARD LASSEVILLE, known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same, that I relied upon the following form of identification of the above-named person: personally known and that an oath (was) (was not) taken.

Witness my hand and official seal in the County and State last aforesaid this 24th day of April, 1995.

Miriam Mejia
Notary Signature

Printed Notary Signature



04/24/95 15:20 FAS-T CORPORATE AGENTS
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NO. 002 005

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ACCEPTANCE OF REGISTERED AGENT

The undersigned, Armando E. Lacasa hereby accepts the designation as Registered Agent
for MINORITY DUTY FREE, INC.,
INC.

DATED: April 24, 1995



ARMANDO E. LACASA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This instrument prepared by:

Armando E. Lacasa, Esq.
Armando E. Lacasa, P.A.
3191 Coral Way, 3rd Floor
Miami, Florida 33145
(305) 443-6163

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