



ARTICLES OF INCORPORATION  
OF  
VERTITEX INDUSTRIES, INC.

FILED  
95 APR 21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract hereby forms a corporation under the laws of the State of Florida.

ARTICLE I.

The name of the corporation shall be:

VERTITEX INDUSTRIES, INC.

The principal place of business of this corporation shall be 2600 N.W. 2ND AVENUE MIAMI, FLORIDA 33127.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having \$1.00 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 2600 N.W. 2ND AVENUE MIAMI, FL. 33127

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

This corporation shall have two directors, initially. The names and street addresses of the initial members of the Board of Directors are:

Jose A. Cabrera	2600 N.W. 2ND AVENUE
Dir.	Miami, Florida 33127

Enrique Valladares	2600 N.W. 2ND AVENUE
Dir.	Miami, Florida 33127

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Jose A. Cabrera	2600 N.W. 2ND AVENUE
Pres./Sec.	Miami, Florida 33127

Enrique Valladares	2600 N.W. 2ND AVENUE
V. Pres./Treas.	Miami, Florida 33127

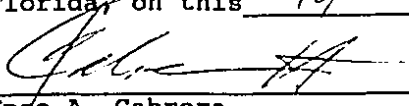
ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation are:

Jose A. Cabrera	2600 N.W. 2ND AVENUE
	Miami, Florida 33127

Enrique Valladares	2600 N.W. 2ND AVENUE
	Miami, Florida 33127

IN WITNESS WHEREOF, we have subscribed our names at Miami, Florida, on this 19 day of April, 1995

  
Jose A. Cabrera  
Incorporator

  
Enrique Valladares  
Incorporator

STATE OF FLORIDA )  
COUNTY OF DADE )  
\_\_\_\_\_ )

On this 15TH day of APRIL, 1995, before me the undersigned officers personally appeared JOSE A. CABALLA and ENRIQUE VALLADARIS known to me to be the persons whose names are subscribed to the instrument within, and acknowledged that they executed the instrument for purpose contained in the instrument.

IN WITNESS WHEREOF, I sign here and set my official seal.

Commission Expires:



MANUEL O. DOTEL  
My Commission CC280809  
Expires May 31, 1997  
Bonded by HAI  
800-422-1055

Manuel O. Dotel  
Notary Public

VERTITEX INDUSTRIES, INC.

REGISTERED AGENT DESIGNATION CERTIFICATE

The undersigned, as an officer of Vertitex Industries, Inc. authorized to sign this designation on behalf of Vertitex Industries, Inc., hereby states:

I.

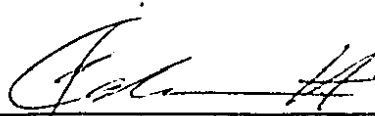
The address of this corporation's registered office shall be:

2600 N.W. 2ND AVENUE  
Miami, Florida 33127

II.

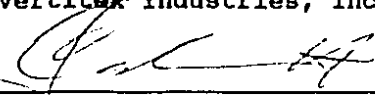
The name of the individual who shall serve as this corporation's registered agent at that address is:

JOSE A. CABRERA

  
Corporate officer

ACCEPTANCE

I hereby accept the designation as the registered agent for Vertitex Industries, Inc.

  
Registered Agent

Certificate of Registered Agent