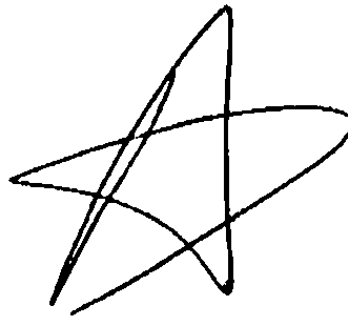


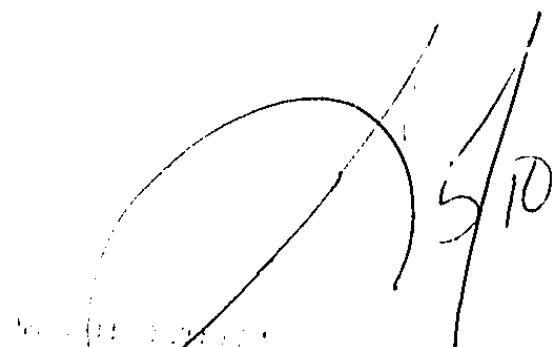
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95 MAY 10 PM 4:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



25 MAY 1995
5:10 PM

**ARTICLES OF INCORPORATION
OF**

PAN-AMERICAN/CARIBBEAN TRADING, LTD. INC.

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. NAME

The name of the corporation shall be:

Pan-American/Caribbean Trading, LTD. Inc.

The principal place of business of this corporation shall be at: 3247 N.W. 36th Street, Miami, Florida.

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 initially have outstanding at any one time is 100 shares of common stock having US \$1.00 par value per share.

ARTICLE IV. ADDRESS

The mailing address of the initial registered office of the corporation shall be 328 Minorca Avenue, Coral Gables, Florida 33134 and the name of the initial registered agent of the corporation at that address is Forrest Sygman, Esq.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one (1) director initially. The name and street address of the initial director who shall hold office until such time as a successor is elected or appointed are as follows:

President/Director:

FORREST SYGMAN, ESQUIRE
328 Minorca Avenue, 2nd Floor
Coral Gables, FL 33134
P.B.N.:748020
(305) 529.1910

Forrest Sygman
328 Minorca Avenue, 2nd Floor
Coral Gables, Florida 33134

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Vice President/Secretary:

Mike Seale
8247 N.W. 36th Street
Miami, Florida

Vice President/Treasurer
and Director:

Oscar Djeda
8247 N.W. 36th Street
Miami, Florida

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is: Forrest Sygman, 328 N Inwood Avenue, 2nd Floor, Coral Gables, Florida 33134.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 9th day of May, 1995.

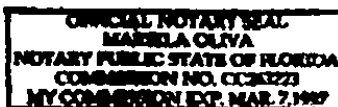
[Signature]
INCORPORATOR

STATE OF FLORIDA)
) ss.
COUNTY OF DADE)

THE FOREGOING instrument was acknowledged and sworn to before me this 9th day of May, 1995, by Forrest Sygman on behalf of _____, who personally appeared before me at the time of notarization, and who is personally known to me or who has produced a Fla. Drivers License and did not take an oath.

[Signature]
NOTARY PUBLIC, State of Florida

My Commission expires:



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**CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.325, 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 Pan-American Caribbean Trading, LTD. Inc.

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

FORREST STIGAN, ESQ.
328 Minorca Avenue
Coral Gables, FL 33134

Signature: 

FORREST STIGAN, President/Director

May 8, 1995
Date

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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.


REGISTERED AGENT

DATE: May 8, 1995

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95 MAY 10 PM 4:01
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TALLAHASSEE, FLORIDA

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