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CERTIFIED LEGAL ASSISTANT

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800 PARK AVENUE
NEW YORK, NEW YORK 10177
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May 19, 1995

Florida Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

200001496602
-05/23/95--01071--002
****122.50 ****122.50

Re: MI Cylinders, Inc.

Dear Clerk:

Enclosed please find check #1585 in the amount of \$122.50 representing the filing fee for the enclosed Articles of Incorporation.

Please forward acknowledgement of filing for the Articles to this office.

Very truly yours,

Merideth Watson-Trawick

Merideth Watson-Trawick

MWT/pt
Enclosure

ml\secy.ltr

AB 5/25/95

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY 22 PM 2:29

ARTICLES OF INCORPORATION
OF
MI CYLINDERS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY 22 PM 2:30

ARTICLE I.

NAME

The name of the corporation is MI CYLINDERS, INC. with its principal place of business at 4800 N. Federal Highway, #207-D, Boca Raton, FL 33431.

ARTICLE II.

DURATION

The duration of the corporation is perpetual.

ARTICLE III.

PURPOSE

The corporation is organized in order to engage in any lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation, including, but not limited to imports from and exports to Brazil.

ARTICLE IV.

DIRECTORS

There shall be two (2) members of the initial Board of Directors of the corporation, who will serve until the first

election of Directors. The names and addresses of the initial Directors are as follows:

ALUISIO PAES LEONARDO PEREIRA	Rod. Presidente Dutra, 2410 Rio de Janeiro, RJ Brazil
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LUIZ ALBERTO ASSAF	Rod. Presidente Dutra, 2410 Rio de Janeiro, RJ Brazil
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ARTICLE V.

OFFICERS

The names 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:

ALUISIO PAES LEONARDO PEREIRA President	Rod. Presidente Dutra, 2410 Rio de Janeiro, RJ Brazil
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LUIZ ALBERTO ASSAF Secretary	Rod. Presidente Dutra, 2410 Rio de Janeiro, RJ Brazil
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ARTICLE VI.

REGISTERED AGENT

The initial registered agent of the corporation shall be located at 2267 N.E. 3rd Avenue, Boca Raton, FL 33431. The initial registered agent of the corporation at that address shall be ILIDIO PEREIRA.

ARTICLE VII.

CAPITAL STOCK

The maximum number of shares that this corporation is authorized to have outstanding at any one time is 7,500 shares of

common stock having a par value of \$1.00 per share

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 MAY 22 PM 2:30

ARTICLE VIII.

SUBSCRIBER

The name and street address of the subscriber to these Articles of Incorporation is ILIDIO PEREIRA, 2267 N.W. 3rd Avenue, Boca Raton, FL 33431.

ARTICLE IX.

ACCEPTANCE OF REGISTERED AGENT

I, ILIDIO PEREIRA, hereby accept appointment as Registered Agent of MI CYLINDERS, INC.



ILIDIO PEREIRA

IN WITNESS WHEREOF, I have subscribed my name on this 18th day of May, 1995.



ILIDIO PEREIRA

STATE OF FLORIDA)
) ss:
COUNTY OF PALM BEACH)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgements, personally appeared ILIDIO PEREIRA, to me known to be the person described in and who executed the foregoing instrument, acknowledged before me that he executed the same for the purposes therein expressed and who is personally known to me.

WITNESS my hand and official seal in the County and State last aforesaid this 18 day of May, 1995.



NOTARY PUBLIC

mi/articles



PATRICIA M. ALBERT
My Commission OC385648
Expires Apr. 19, 1998
Bonded by HAI
800-422-1555