

06/14/95 10:00 AM DEPT. S. G. SKILL. HUN. P.O.
P95000046131

6/14/95 9:21 AM

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS FROM: DESANTIS, GASKILL & HUNSTON, P.A.
DEPARTMENT OF STATE 11891 US HWY ONE
STATE OF FLORIDA PO BOX 14127
409 EAST GAINES STREET NORTH PALM BEACH FL 33408-012700
TALLAHASSEE, FL 32399 CONTACT: TRACI L DONALDSON
FAX: (904) 922-4000 PHONE: (407) 622-2700
FAX: (407) 622-2841
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: KRIAL INTERNATIONAL INC.
FAX AUDIT NUMBER: H95000006632
DATE REQUESTED: 06/14/1995
CERTIFIED COPIES: 1
NUMBER OF PAGES: 4
ESTIMATED CHARGE: \$122.50
CURRENT STATUS: REQUESTED
TIME REQUESTED: 09:20:58
CERTIFICATE OF STATUS: 0
METHOD OF DELIVERY: FAX
ACCOUNT NUMBER: 073447002234

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

((H95000006632))
** ENTER 'M' FOR MENU. **
ENTER SELECTION AND <CR>:
ALT-F10 HELP * APSX-BBS * FDX * 2400 E71 * LOG CLOSED * PRT OFF * CR * CR

FILED
06/14 PM 1:58
TALLAHASSEE, FLORIDA

06.14.95 10:15 AM +DESANTIS. GASKILL. HUN P02

Fax Audit No. H95000006632

files\clients\krial\krial-inc.art

ARTICLES OF INCORPORATION
OF
KRIAL INTERNATIONAL INC.

ARTICLE I. NAME

The name of this corporation shall be KRIAL INTERNATIONAL INC.

ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles Of Incorporation by the FLORIDA DEPARTMENT OF STATE. This corporation's duration shall be perpetual.

ARTICLE III. PURPOSES, POWERS, & RIGHTS

This corporation is being organized for the purpose of engaging in any lawful act or activity for which corporations may be organized under the laws of the State Of Florida.

In furtherance of its corporate purposes, this corporation shall have all of the general and specific powers and rights granted to and conferred on a corporation by laws of the State Of Florida.

ARTICLE IV. CAPITAL STOCK

This corporation shall have the authority to issue 10,000 shares common capital stock.

ARTICLE V. BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board Of Directors shall be one. The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

- A. All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the Board Of Directors, except as otherwise herein provided or reserved to the holders of common stock.
- B. 1. As indicated above, the number of members of the Board Of Directors may be increased from time to time, as provided in this corporation's bylaws, but (subject to vacancies) in no event may there be less than one director. Each director shall serve until the next annual meeting of shareholders.

DeSantis, Gaskill, Hunston,
Smith, Shankman & Doane, P.A.
11891 US Highway One
North Palm Beach, FL 33408
Curtis L. Shankman, Esquire/FL Bar No. 0438911
407-622-2700

Fax Audit No. H95000006632

FILED
55 JUN 14 PM 1:13
RECEIVED
CLERK OF DISTRICT COURT
JACKSONVILLE, FLORIDA

06.14.95 10:17 AM +DESANTIS. GASKILL. HUN P01

Tax Audit No. H95000006632

2. If any vacancy occurs in the Board Of Directors during a term, the remaining directors, by affirmative vote of a majority thereof, may elect a director to fill the vacancy until the next annual meeting of shareholders.
3. The names and mailing addresses of the persons who shall serve as directors of the corporation until the first annual meeting of the shareholders are as follows: ALEXANDER KRIKUNOV, 840 US HIGHWAY ONE, SUMMIT BUILDING, SUITE 445-L, NORTH PALM BEACH, FL 33408

ARTICLE VI. DIRECTOR & SHAREHOLDER ACTION BY CONSENT

Any corporate action upon which a vote of directors (or a committee thereof) or shareholders is required or permitted may be taken without a meeting or vote of directors or shareholders with the written consent of not less than a majority of directors or shareholders having not less than a majority of all of the stock entitled to vote upon the action if a meeting were held; provided, that in no case shall the written consent by holders have less than the minimum percent of the vote required by statute for the proposed corporate action and provided that prompt notice be given to all directors and shareholders of the taking of corporate action without a meeting and by less than unanimous written consent.

ARTICLE VII. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

ARTICLE VIII. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's principal office, the address of this corporation's initial registered office, and the name of the individual who shall serve as this corporation's initial registered agent at that address is: ALEXANDER KRIKUNOV, 840 US HIGHWAY ONE, SUMMIT BUILDING, SUITE 445-L, NORTH PALM BEACH, FL 33408.

ARTICLE IX. INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator is: ALEXANDER KRIKUNOV, 840 US HIGHWAY ONE, SUMMIT BUILDING, SUITE 445-L, NORTH PALM BEACH, FL 33408.

DeSantis, Gaskill, Hunston,
Smith, Shenkman & Doane, P.A.
11891 US Highway One
North Palm Beach, FL 33408
Curtis L. Shenkman, Esquire/FL Bar No. 0430911
407-622-2700

Fax Audit No. H95000006632

06.14.95 10:17 AM *DESANTIS, GASKILL, HUN PO2

Fax Audit No. H95000006632

ARTICLE X. AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles of Incorporation, or any amendments hereto, in the manner now or hereafter prescribed by statute. Any rights conferred upon the shareholders are granted subject to this reservation.

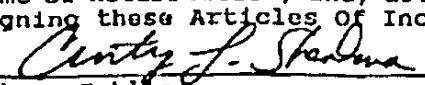

ALEXANDER KRIKUNOV - Incorporator

I hereby accept my designation as resident agent and agree to serve as the resident agent of KUAL INTERNATIONAL INC. do hereby state that I am familiar with and accept the duties and responsibilities as registered agent for the Corporation.


ALEXANDER KRIKUNOV - Registered Agent

State of FLORIDA
County Of PALM BEACH COUNTY

On JUNE 13, 1995, ALEXANDER KRIKUNOV, designated above as the individual who shall serve as the corporation's initial registered agent and incorporator, who is personally known to me, or produced a photographic identification, personally appeared before me at the time of notarization, and, after being given the oath, acknowledged signing these Articles Of Incorporation.


Notary Public

CURTIS L. SHENKMAN
(Notary Public - Printed Or Typed Name)

Commission Expiration Date & Commission Number:

CURTIS L. SHENKMAN
My Commission CCB48188
Expires Feb. 12, 1998
Bonded by FIAJ
800-622-1888



(SEAL)

FILED
JUN 14 PM 1:58
TALLAHASSEE, FLORIDA

DeSantis, Gaskill, Hunton,
Smith, Shankman & Doane, P.A.
11891 US Highway One
North Palm Beach, FL 33408
Curtis L. Shankman, Esquire/FL Bar No. 0438911
407-622-2700

Fax Audit No. H95000006632