

LAWRENCE J. MARRAFFINO, P.A.

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BOCA RATON, FLORIDA 33431
BOCA RATON, FLORIDA 33431
BROWARD COUNTY 33431

LAWRENCE J. MARRAFFINO
DEBORAH A. B. TOL

June 12, 1995

CORAL SPRINGS OFFICE
1000 W. SAMPLE ROAD
CORAL SPRINGS, FLORIDA 33066
(305) 420-1234
PLEASE REPLY TO
BOCA RATON

0000001514440
JUN 15 1995

Florida Department of State
Secretary of State
Division of Corporations
P. O. Box 627
Tallahassee, FL 32314

RE: ABN INVESTMENTS, INC.
FOREIGN MARKET SERVICES, INC.

Dear Mr. Sir or Madam:

Enclosed please find two (2) Articles of Incorporations in the above referenced matter, along with a check in the amount of \$245.00 for filing fees.

Please forward to my office in the enclosed self-addressed stamped envelope the certified copies of the articles.

Your prompt attention to this matter is greatly appreciated. Should you have any questions, please do not hesitate to call me.

Very truly yours,

LAWRENCE J. MARRAFFINO, P. A.

Lawrence J. Marraffino

Enclosures
LJM/sb

95-6\2482\Corp.let

6/19/95

**ARTICLES OF INCORPORATION FOR
ABM INVESTMENTS, INC.**

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida:

ARTICLE I - NAME

The name and principal address of the corporation shall be:

DANIEL ALLIEN
449 N.W. 95th Avenue
Plantation, FL 33324

ARTICLE II - PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE III - STATED CAPITAL

The corporation is authorized to issue 1000 shares of common stock having \$1.00 (one dollar) par value per share.

Each outstanding share, regardless of class, shall be entitled to one vote on each matter submitted to a vote at a meeting of the shareholders.

The shares of stock may be issued for such consideration, having a value not less than the par value of the shares issued therefore, as is to be determined from time to time by the Board of Directors, to be paid, in whole or part, in cash or other property, tangible or intangible, or labor or services actually performed for the corporation. Shares may not be issued until full amount of the consideration therefore has been paid. Thereafter, such share shall be deemed to be fully paid and nonassessable.

ARTICLE IV - BOARD OF DIRECTORS

All corporate powers should be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of, The Board of Directors.

Any and all of the powers and duties conferred to or imposed upon the Board of Directors, by resolution of the share holders adopted at a special meeting called for that purpose, may be

exercised or performed to such extent and by such person or persons as shall be provided by the shareholders.

The corporation shall have one director initially. The number of directors may be thereafter increased or decreased from time to time in accordance with the bylaws of the corporation.

The name and street address of the initial director who shall hold office until his successors, who shall be chosen at the first meeting of the stockholders, have qualified shall be:

DANIEL ALLIEN
449 N.W. 95th Avenue
Plantation, FL 33324

ARTICLE V - INDEMNIFICATION

The corporation shall indemnify any present or former officer or director, or person exercising powers or duties of a director, to the full extent now or hereafter permitted by law.

ARTICLE VI - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders, but the Board of Directors may not alter, amend or repeal any bylaws adopted by the shareholders if the shareholders provide that the bylaws shall not be altered, amended or repealed by the Board of Directors.

ARTICLE VII - AMENDMENT

These Articles of Incorporation may be amended at any time by vote of the majority of the voting stock of the corporation outstanding, at any regular meeting of the stockholders or at any special meeting of the stockholders called for that purpose.

ARTICLE VIII - INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation is:

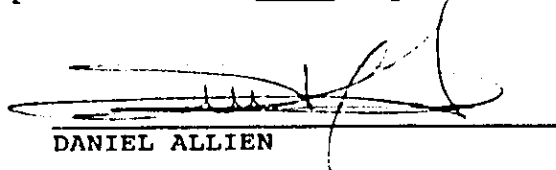
DANIEL ALLIEN
449 N.W. 95th Avenue
Plantation, FL 33324

ARTICLE IX - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Office and Agent of the corporation is: 1900 Glades Road, Suite 240, Boca Raton, FL 33431 and the name of the Initial Registered Agent of the corporation at that address is:

LAWRENCE J. MARRAFFINO, P.A.

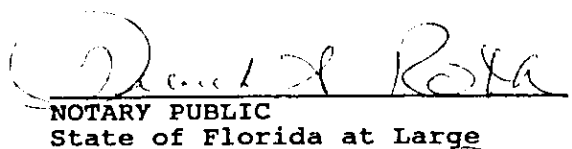
IN WITNESS WHEREOF, the undersigned, as Incorporator, hereby executes these Articles of Incorporation this ____ day of June, 1995.


DANIEL ALLIEN

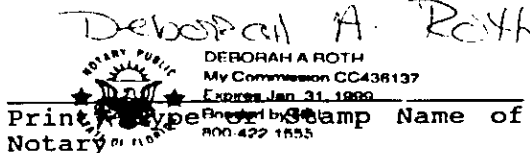
STATE OF FLORIDA)
) SS.
COUNTY OF PALM BEACH)

Before me, the undersigned authority, an officer of duly authorized to minister oaths and take acknowledgments, personally appeared DANIEL ALLIEN known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

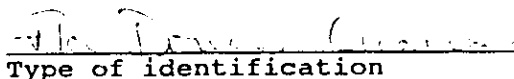
WITNESS, my hand and official seal this 1st day of June, 1995 at Boca Raton, Palm Beach County, Florida.


NOTARY PUBLIC
State of Florida at Large

My commission expires:


DEBORAH A. ROTH
My Commission CC436137
Expires Jan 31, 1999
Print, Type or Stamp Name of Notary

- () Personally known to me, or
(X) Produced identification:


Type of identification

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

I, LAWRENCE J. MARRAFFINO, P.A., being and the same as that
LAWRENCE J. MARRAFFINO, P.A. designated in the Articles of
Incorporation of ABN INVESTMENTS, INC., do hereby accept the
appointment as the registered agent of ABN INVESTMENTS, INC.

Dated this 12 day of June, 1995.



LAWRENCE J. MARRAFFINO, P.A.
Lawrence J. Marraffino, Esquire
FLORIDA BAR NO: 438390
1900 Glades Road, Suite 240
Boca Raton, FL 33431
(407) 395-5208
(305) 429-3233

FILED
JUN 15 PM 4:53
SEAL OF THE STATE
PALM BEACH, FLORIDA