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7/7/95 Linda

Requestor's Name
Scott Greenfield
Address
930 Washington Ave 2 floor
Miami Beach FL
City State ZIP Phone

VALUATION ONLY

1995 JUL 12 PM 2:49

VALUATION ONLY

SECRET
TELETYPE

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122.50 122.50

CORPORATION(S) NAME

First Carnival of USA, Inc.

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> NonProfit	<input type="checkbox"/> Foreign	<input type="checkbox"/> Mark
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Dissolution	<input type="checkbox"/> Change of Registered Agent
<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Photo Copies	<input type="checkbox"/> Certificate Under Seal
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
		<input type="checkbox"/> Mail Out

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

CERTIFIED COPY

REGISTERED JUL 12 1995

CERTIFICATE OF INCORPORATION

-OF-

FIRST INTERNATIONAL CARNIVAL OF USA,
WE, THE UNDERSIGNED, hereby associate ourselves together for the purpose of becoming a corporation under the Laws of the State of Florida, by and under the provisions of the Status of the said State of Florida.

ARTICLE ONE

This name of the corporation shall be:

FIRST INTERNATIONAL CARNIVAL USA, INC.

ARTICLE TWO

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE THREE

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at anytime is FIVE HUNDRED(500) shares of common stock, having a par value of ONE DOLLAR (\$1.00) PER SHARE.

ARTICLE FOUR

The amount of capitol with which this corporation will begin business shall be the sum of not less than FIVE HUNDRED DOLLARS(\$500.00).

ARTICLE FIVE

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE SIX

The initial street of the principal office of the corporation shall be: Intercontinental Bank Building, 930 Washington Avenue
Second Floor, Miami Beach, Florida 33139

ARTICLE SEVEN

The number of Directors of this corporation shall be at least one(1) and no more than five(5).

ARTICLE EIGHT

The names and street addresses of the members of the first Board of Directors of this Corporation are as follows:

1. CHARLES AKIBA, Pres., 19291 NE 19th Place, N. Miami Bch., FL
2. ANNE F. AKIBA, VP, 19291 NE 19th Place, N. Miami Bch., FL
3. SCOTT GREENFIELD, VP, 930 Washington Avenue, 2nd Fl., M.B., FL
4. JACQUES MORERA, VP, 11025 SW 80th Avenue, Miami, Florida 33156
5. ELIE AKIBA, TREASURER, 2658 NW 21st Terrace, Miami, FL 33142
6. SYLVIA POSNER, SECTY, 13142 Lelique Court, Palm Beach Gardens, Florida
7. DANIELLE BENSIMHON, SECTY, 18912 Premiere Court, Gaithersburg, MD 20879

ARTICLE NINE

The names and street addresses of the persons signing these Articles of Incorporation as subscribed is as follows:

19291 NE 19th PLACE, North Miami Beach, Florida 33179
CHARLES AKIBA

11025 SW 80th Avenue, Miami, Florida 33156
JACQUES MOREIRA

ARTICLE TEN

The corporate existence of this corporation shall begin on the date of the Articles of Incorporation are filed of record.

IN WITNESS WHEREOF, the undersigned, CHARLES AKIBA
JACQUES MORERA, both being natural persons, competent
to contract, have here unto set their hands and seals this 06th
day of July, 1995.

May 31, 1966. 17 Pails. 305134 (SEAL)
m-125-3260 (SEAL)

STATE OF FLORIDA)) SS
COUNTY OF DADE)

BEFORE ME, the undersigned Notary Public of the State of Florida personally appeared CHARLES AKIBA and JACQUES MORERA to be well known to me to be the individuals described in and who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed the same freely and voluntarily for the purpose therein expressed.

WITNESS my hand and official seal this 06th day of July
1995.

Notary Public, State of
Florida
My Commission Expires:

My Commission Expires:



LINDA A CARPENTER
My Commission CC318518
Expires Sep. 23, 1997
Bonded by HAI
800-422-1555

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

FIRST INTERNATIONAL CARNIVAL OF USA, INC.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:
FIRST: That FIRST INTERNATIONAL CARNIVAL OF USA, INC., desiring to organize under the Laws of the State of Florida with its principal offices as indicated in the Articles of Incorporation, in the Articles of Incorporation, in the City of Miami Beach County of Dade, State of Florida, has named Scott Greenfield, located at 930 Washington Avenue, 2nd Fl, MB, Florida, as its agents to accept services of process within this State.

ACKNOWLEDGEMENT

Having named to accept services of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

By: Scott Greenfield
Resident Agent

FILED
1995 JUL 12 PM 2:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA