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LAW OFFICES

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(FORMERLY WALTERS, COSTANZO & ZYNE)

"THE IMMIGRATION LAWYERS"

SUNDIAR INTERNATIONAL CENTER

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MIAMI, FLORIDA 33131

FILED

95 AUG -4 1995

SEAL
TALLAHASSEE, FLORIDA

SARINO R. COSTANZO
DAVID M. WALTERS
OF COUNSEL

MIAMI (305) 379-2661
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PHILIP M. ZYNE

NADIM SALEEBY
ANIS N. SALEH

July 31, 1995

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

Re: BANÚS, INC.

Gentlemen:

500001553815
-08/04/95--01038--018
****122.50 ****122.50

Enclosed please find original and two copies of the Articles of Incorporation for the above-referenced corporation. Please file same and return a stamped copy to our offices.

Also enclosed is our check in the amount of \$122.50 for the cost of the filing fees.

Thank you.

Very truly yours,

PHILIP M. ZYNE, P.A.

By:

Sarino R. Costanzo

SRC:bg

Encs: As stated

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ARTICLES OF INCORPORATION

OF

BANUS, INC.

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**SECT
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ARTICLE I - NAME

The name of the corporation is: BANUS, INC.

ARTICLE II - PURPOSES

This corporation is organized for the following purposes:

A. To export from and import into the United States of America and its territories and possessions, and any and all foreign countries, as principal or agent, merchandise of every kind and nature, and to purchase, sell, and deal in and with, at wholesale and retail, merchandise of every kind and nature for exportation from, and importation into, the United States, and to and from all countries foreign thereto, and for exportation from, and importation into, any foreign country, to and from any other country foreign thereto and to purchase and sell domestic and foreign merchandise in domestic markets and domestic and foreign merchandise in foreign markets, and to do a general foreign and domestic exporting and importing business, including but not restricted to foods, auto parts, electronics and clothing.

B. To acquire, by purchase, lease, or otherwise, lands and interests in lands, and to own, hold, improve, develop, and manage any real estate so acquired, and to erect, or cause to be erected, on any lands owned, their appurtenances, and to manage, operate, lease rebuild, enlarge, alter or improve any lands or interest in lands, and any buildings or other structures, and any stores, shops, suites, rooms, or part of any buildings or other structures, at any time owned or held by the Corporation.

To acquire by purchase, lease, manufacture, or otherwise, any personal property deemed necessary or useful in the equipment furnishings, improvement, development, or management of any property, real or personal, at any time owned, held, or occupied by the Corporation and to

invest, trade, and deal in any personal property deemed beneficiary to the Corporation, and to encumber or dispose of any personal property at any time owned or held by the Corporation.

C. To such extent as a corporation organized under the Business Corporation Law of this state may now or hereafter lawfully do, to do, either as principal or agent and either alone or in connection with other corporations, firms or individuals, all and everything necessary, suitable, convenient or proper for, or in connection with, or incident to, the accomplishment of any of the purposes or the attainment of any one or more of the objects herein enumerated, or designed directly or indirectly to promote the interests of this Corporation or to enhance the value of its properties; and in general to do any and all things and exercise any and all powers, rights, and privileges which a corporation may now or hereafter be organized to do or to exercise under the Business Corporation Law of this state or under any act amendatory thereof, supplemental thereto, or substituted therefor.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue Fifty (50) shares of common stock without nominal or par value.

ARTICLE IV - INITIAL REGISTERED AND PRINCIPAL OFFICE AND AGENT

The street address of the initial registered and principal office of this corporation is 340 N.W. 149th Street, Miami, County of Dade, State of Florida, 33168, and the name of the initial registered agent of this corporation at this address is: WILLIAM MANSUR CAMARGO.

ARTICLE V - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one.

The names and addresses of the initial directors of this corporation are:

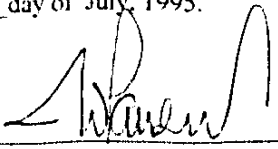
<u>NAME</u>	<u>ADDRESS</u>
WILLIAM MANSUR CAMARGO	340 N.W. 149th Street Miami, Florida 33168
MARIA EUGENIA CORREA	340 N.W. 149th Street Miami, Florida 33168

ARTICLE VI - INCORPORATOR

The name and address of the person signing these articles is:

<u>NAME</u>	<u>ADDRESS</u>
WILLIAM MANSUR CAMARGO	340 N.W. 149th Street Miami, Florida 33168

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation of BANUS, INC., this 27th day of July, 1995.

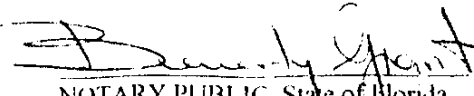


WILLIAM MANSUR CAMARGO

STATE OF FLORIDA)
) ss:
COUNTY OF DADE)

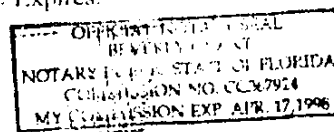
BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County above set forth, personally appeared WILLIAM MANSUR CAMARGO, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 27th day of July, 1995.



NOTARY PUBLIC State of Florida
at Large

My Commission Expires:



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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act.

First, That BANUS, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at City of Miami, County of Dade, and State of Florida, has named WILLIAM MANSUR CAMARGO, whose address is 340 N.W. 149th Street, City of Miami, County of Dade, State of Florida 33168, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above named corporation, at 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.



WILLIAM MANSUR CAMARGO