

Admitted NY & FL

LAW OFFICES OF
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of Counsel
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August 28, 1995

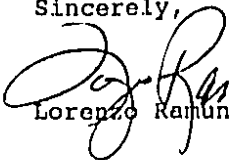
Florida Secretary of State
Corporation Filing Section
P.O. Box 6327
Tallahassee, FL 32314

RE: Corporate Filing

Dear Sir or Madame;

Enclosed herein are articles of incorporation and filing fee.
Please return copy to the undersigned at their office. 33067

Sincerely,


Lorenzo Ramunno, Esq.

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**ARTICLES OF INCORPORATION
OF
TAHIMCA SUPPLY CORPORATION**

The undersigned Venezuelan Corporation, acting as incorporator of a corporation under the Florida General Corporations Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE ONE

The name of the corporation is TAHIMCA SUPPLY CORPORATION, a subsidiary of CORPORACION TAHIMCA, C.A., a Venezuelan Corporation.

ARTICLE TWO

Corporate existence shall begin upon the date and time of filing of these Articles of Incorporation with the Secretary of State for the State of Florida. The corporation shall exist perpetually.

ARTICLE THREE

The general purposes for which the corporation is organized are:

1. To transact any and all lawful business for which corporations may be incorporated under the Florida General Corporations Act.

2. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE FOUR

The aggregate number of shares which the corporation is authorized to issue is Three Hundred (300). Such shares shall have no par value per share.

ARTICLE FIVE

The amount of capital with which the corporation shall begin doing business shall be no less than Five Hundred (\$500.00) Dollars.

ARTICLE SIX

The street address of the initial registered office of the corporation is 1884 N. UNIVERSITY DR., PLANTATION, FL. 33322, and the name of the corporations initial registered agent at such address is LORENZO RAMUNNO, ESQ.

ARTICLE SEVEN

The initial Board of Directors shall consist of one (1) member who need not be a resident of the State of Florida or a shareholder of the corporation.

ARTICLE EIGHT

The name and address of the person who shall serve as Director until the first Annual meeting of shareholders, or until their successors are duly qualified and elected, are as follows:

TAHIA K. MACHADO R.
C. CARIACO QTA. TAHEMISAY "A"
URB. EL CAFETAL, CARACAS, VZ.

ARTICLE NINE

The shareholders have the right to determine in every instance the consideration for which the shares of the corporation shall be issued.

ARTICLE TEN

The business of the corporation shall be managed and its corporate powers exercised by its Board of Directors.

ARTICLE ELEVEN

All of the authorized number of Directors shall constitute a quorum of the Board of Directors for the transaction of business.

ARTICLE TWELVE

Neither the shareholders, directors, officers or agents of said corporation shall be personally liable for debts or obligations of the corporation.

ARTICLE THIRTEEN

The names and address of the initial incorporator is as follows:

CORPORACION TAHIMCA C.A.
C. CARIACO QTA. "TAHEMISAY "A"
URB. EL CAFETAL, CARACAS, VZ.

ARTICLE FOURTEEN

The principal office and mailing address of the corporation is

1888 N. UNIVERSITY DR.
FT. LAUDERDALE, FL. 33322

IN WITNESS WHEREOF, THE INCORPORATOR has made and subscribed of these Articles of Incorporation in the County of Broward, State of Florida on the 28 day of August, 1995.


Tahia K. Machado R.
TAHIA K. MACHADO R. as PRESIDENT
of CORPORACION TAHIMCA C.A.
Incorporator

STATE OF Florida:
COUNTY OF Broward:

BEFORE ME, the undersigned authority this day personally appeared TAHIA K.MACHADO R., as president of Corporacion Tahimca, C.A. who is known to be the person described in and who presented VENEZUELAN PASSPORT # 3667591 and who executed and

subscribed the above Articles of Incorporation, and she did freely and voluntarily acknowledge before me, according to the law, that she made and subscribed the same for the uses and purposes therein mentioned and set forth.


IN WITNESS WHEREOF, I have hereunto set my hand and seal this 28 day of August, 1995, in the State and County aforesaid.


NOTARY PUBLIC Signature
NOTARY PUBLIC
My Commission CO348808
Expires Feb. 01, 1998
Bonded by HAI
800-422-1888

My Commission Expires:

ACCEPTANCE AND CONSENT OF REGISTERED AGENT

HAVING BEEN named to accept service of process for the above stated corporation, at the place designated in this certificate and the attached Articles of Incorporation, I HEREBY agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


LORENZO RAMUNNO, ESQ.

DATED this 28 day of August, 1995.