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CERTIFICATE OF INCORPORATION
OF
LAP TRADING, INC

FILED
SEP 23 1995
CLERK OF DISTRICT COURT
SOUTHERN DISTRICT OF FLORIDA

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is: Lap Trading, Inc.

ARTICLE II. NATURE OF THE BUSINESS

The general nature of this business to be transacted by this corporation is : Any legal business in the State of Florida or in The United States.

To conduct business in, have one or more offices in and sell import, export, buy, hold, mortgage, convey, lease, construction and building or otherwise dispose of real and personal property, including patents, franchises, copyrights, trademarks, and licenses, in the State of Florida, and in all other states and countries.

To conduct debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of property, or other instruments to secure the payment to corporate indebtedment as required.

To purchase the corporate assets of any other

Prepared by:
Carlos A. Solano
1626 Ayton Rd
Miami Beach, FL 33139
(305) 674-1681

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corporation and engage in the same or other character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of shares of the capital stock of, or any bonds, securities, or other evidences of indebted created by any other corporation of the State of Florida or any other state or government, and while owner of such stock, to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock this corporation is authorized to have outstanding at any time is 10,000 (Ten Thousand) shares of common stock having a nominal of \$1.00 Par/value.

ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this corporation will begin business with is \$ 1,000.00 (One Thousand 00/100.)

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. ADDRESS

The initial post office address of this corporation in the State of Florida is: 1717 N.Bay Shore Dr. Miami, Fl. 33131.

The Board of Directors may, from time to time move the

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principal office to any other office in Florida.

ARTICLE VII. DIRECTORS

The corporation shall have one Director initially the number of directors may be increased or diminished from time to time, by by-laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VIII. SUBSCRIBERS

The name and post office address of each subscriber to these Articles of Incorporation are:

Maria De Lourdes Carmuega

1717 N. Bay Shore Dr. Miami, Fl. 33132.

President
Secretary

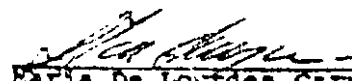
ARTICLE IX. REGISTERED OFFICE AND REGISTERED AGENT

The registered office shall be at 1717 N. Bay Shore Dr. Suite 213, Miami, Fl. 33132 and the registered agent being Maria De Lourdes Carmuega.

ARTICLE X. AMENDMENT

The articles of incorporation may be amended in the manner provided by laws. Every amendment shall be approved by the Board of directors proposed by them to the stock holders,

and approved at a stockholders meeting by a majority of the
stock entitled to vote thereon.


Maria De Lourdes Carneaga.
President - Secretary

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STATE OF FLORIDA

185

COUNTY OF DADE

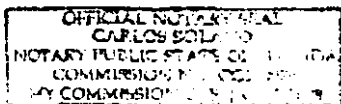
I HEREBY CERTIFY : That on this day, before me, a Notary Public the undersigned authority, duly authorize to administer oaths and take acknowledgments, personally appear Maria De Lourdes Carmuega director and officer of Lap Trading, Inc. a Florida Corporation.

Who after being duly sworn, executed the foregoing Articles of Incorporation and acknowledge before me that the subscribers to those Articles on Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, said County and State, on this 23 day of the month of August, 1995.


NOTARY PUBLIC SEAL.

MY COMMISSION EXPIRES:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE OR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON PROCESS
MAY BE SERVED.


In compliance with section 607.34 Florida Statutes, The
following is submitted, in compliance with said Act:

FIRST: That, Lap Trading, Inc. desiring to organize or
qualify under the laws of the state of Florida with its
principal office, as indicated in the articles incorporation
at City of Miami, County of Dade, and State of Florida has
hereby named Maria De Lourdes Carmuega of 1717 N Bay Shore Dr
Suite 213, Miami, Fl. 33132 as its agent to accept services
of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process
for the above stated corporation, at the place designated in
this certificate.

I hereby agree to act in this capacity, and I further agree
to comply with the provision of said Act relative to keeping
open said office.


Maria De Lourdes Carmuega.
Register Agent.

FILED
MAR 23 1995
CLERK OF DISTRICT COURT
SOUTHERN DISTRICT OF FLORIDA
MIAMI