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TO: DIVISION OF CORPORATIONS FROM: ENTRE CORPORATE KIT COMPANY
DEPARTMENT OF STATE 1411 W FLORIDA ST.
STATE OF FLORIDA SUITE 200
1411 EAST CALLE STREET MIAMI, FL 33135
TALLAHASSEE, FL 32301 CONTACT: RAY STORMONT
FAX: (804) 922-0000 PHONE: (305) 541-3094
FAX: (305) 541-3770

((H98000001004))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: CHER INTERNATIONAL GROUP, INC.

FAX AUDIT NUMBER: H98000001004 CURRENT STATUS: REQUESTED

DATE REQUESTED: 01/22/1996 TIME REQUESTED: 09:44:12

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DEPARTMENT OF CORPORATIONS

96 JAN 22 AM 10:46

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P.24

JAN-22-1996 10:05

PREPARED BY:
LANDLORD INSURANCE AGY, INC.
1608 NW 57TH AVENUE
MIAMI, FLORIDA 33120
(305) 262-4053
MIGUEL E. TURBAY

ARTICLE OF INCORPORATION

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following articles of incorporation:

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JAN 22 PM 1:02

SECRETARY OF STATE
ALLAHASSEE, FLORIDA

ARTICLE ONE

The name of the corporation is CHER INTERNATIONAL GROUP, INC.

ARTICLE TWO

The duration of the corporation is perpetual.

ARTICLE THREE

The general purpose for which the corporation is organized are:

- 1.- To engage in the business of EXPORT DURABLE GOODS.
- 2.- To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act.
- 3.- To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

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ARTICLE FOUR

The aggregate number of shares which the corporation is authorized to issue is 100. Such shares shall be of a single class, and shall be \$5.00 par value.

ARTICLE FIVE

The corporation is authorized to issue only one class of stock, and all issued stock shall be held of record by not more than ten persons. Stock shall be issued and transferable only to natural persons.

ARTICLE SIX

No stockholder shall have the right to sell, assign, pledge, transfer, devise, or otherwise dispose of any of the shares of the corporation without first offering such shares for sale to the corporation at the net asset value thereof.

ARTICLE SEVEN

The street address of the initial business office of the corporation is 18791 S.W 108th AVENUE MIAMI, FLORIDA and the name of its initial registered agent is MIGUEL E. TURBAY.

ARTICLE EIGHT

The number of directors constituting the initial board of directors of the corporation is four . The name and address of each person who is to serve as a member of the initial board of directors is:

NAME	ADDRESS
CARLOS ZAYAS	18791 S.W 108 th AVE. MIAMI,FLORIDA 33157.
HECTOR ZAYAS	18791 S.W 108th AVE. MIAMI,FLORIDA 33157.
EDUARDO ZAYAS	18791 S.W 108th AVE. MIAMI,FLORIDA 33157.
RICARDO ZAYAS	18791 S.W 108th AVE. MIAMI,FLORIDA 33157.

ARTICLE NINE

A unanimous vote of directors for effective directors action is required at all directors meetings.

ARTICLE TEN

The name and address of each incorporator is:

NAME	ADDRESS
MIGUEL E.TURBAY	608 N.W 57th AVE. MIAMI,FLORIDA 33126.

Executed by the undersigned at MIAMI, FLORIDA
on Jan 18, 1996.

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

In pursuance of Chapter 607.34 Florida Statutes, the following is
submitted, in compliance with said Act:

First - That, SWER INTERNATIONAL GROUP, INC.
(NAME OF CORPORATION)

desiring to organize under the laws of the State of FLORIDA
(FLORIDA)

with its principal office, as indicated in the articles of
incorporation at City of MIAMI county
(CITY)

of DAVE State of FLORIDA
(COUNTRY) (STATE)

has named MIGUEL E. TURBAY
(NAME OF RESIDENT AGENT)

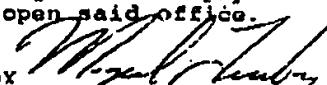
located at 608 N.W. 57 th AVENUE
(STREET ADDRESS AND NUMBER OF BUILDING,
POST OFFICE BOX ADDRESS NOT ACCEPTABLE)

city of MIAMI County of DAVE
(CITY) (COUNTRY)

State of Florida, as its agent to accept service of process within
this state.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

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


BX _____

SIGNATURE
REGISTERED AGENT
AND
INCORPORATOR