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12550 BISCAYNE BOULEVARD - SUITE 405 - NORTH MIAMI, FL 33181

TELEPHONE (305) 899-9919 TELEFAX (305) 899-1383

11900 Biscayne Boulevard, Suite 509A, Miami, FL 33181 Reply to:

December 16, 1996

Department of State Division of Corporations 409 E. Gaines Street Tallahassee, Florida 32399

VIA FEDERAL EXPRESS

THE LAT-AM TRADING COMPANY

(Proposed corporate name)

00002031312--12/17/96--01130--010 ****122.50 ****122.50

Dear Sir/Madam:

Enclosed please find an original and one (1) copy of articles of incorporation in reference to the above proposed Florida corporation. Also enclosed is a check in the amount of \$122.50 for filling fees, registered agent designation, and a certified copy.

Kindly forward a certified copy of the articles of incorporation to the address on the articles of incorporation.

Thank you for your time and consideration.

Sincerely,

MARK CITRIN

DEC 1 8 1996

Encl.

FILED

ARTICLES OF INCORPORATION OF THE LAT-AM TRADING COMPANY

96 DEC 17 PM 4: 04

SECRETARY OF STATE TALL ANASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation hereby forms a corporation under the Florida General Corporation Act.

ARTICLE I

Name of Corporation

The name of this corporation is:

THE LAT-AM TRADING COMPANY

ARTICLE II

General Purpose

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE III

Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of par value common stock, said par value to be determined by resolution of the Board of Directors.

ARTICLE IV

Address

The initial street address of the principal office of this corporation in the State of Florida is:

118 NORTHWEST 5TH STREET FORT LAUDERDALE, FLORIDA 33301

ARTICLE V

Directors

The buriness of this corporation shall be managed by a Board of Directors. There shall be one (1) director initially. The number of directors may be increased, and decreased from time to time by by-laws adopted by the shareholders. In no event shall the number of directors be less than one or more than five.

The name and street address of the member of the first Board of Directors is:

Vladimir Yarosh 118 N.W. 5th Street Fort Lauderdale, Florida 33301

ARTICLE VI

Subscribers

The name and street address of each person signing the Articles of Incorporation as a subscriber is:

Vladimir Yarosh 118 N.W. 5th Street Fort Lauderdale, Florida 33301

ARTICLE VII

Date Corporate Existence Commences

The date when corporate existence for this corporation shall begin shall be UPON THIS FILING WITH THE FLORIDA DIVISION OF CORPORATIONS.

ARTICLE_VIII

Registered Agent

The undersigned, VLADIMIR YARSOH, an individual resident of the State of Florida, whose business office is identical with the business office of this corporation, does hereby state that he accepts appointment as Registered Agent for this corporation.

s/ //Ofelf (Seal)

ARTICLE IX

Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in and is hereby reserved to the shareholders. Bylaws shall be adopted, altered, amended or repealed as provided therein.

In witness whereof, the undersigned executed these Articles of Incorporation this $\underline{19TH}$ day of $\underline{SEPTEMBER}$, $\underline{1996}$.

s/ V. Yasosh

State of Florida)
, ss

County of Dade)

The foregoing instrument was acknowledged before me this 1997H day of September, 1996 by Vladimir Yarosh.

Notary Public

State of Florida

My commission expires:

MARK CITTIN
MY COMMISSION & CC485478 EXPIRES
AUGUST 10, 1999
BOUDED THRU THOY HAN MEURINNEL, ME.