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GROUP OFFICES

CLEVELAND
LOS ANGELES
NEW YORK
WASHINGTON, D.C.
CHICAGO

January 31, 1996

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: Prestige Trade Services, Inc.

Dear Sir/madam:

Enclosed are Articles of Incorporation for Prestige Trade Services, Inc. We are also enclosing a check in the amount of \$122.50 for the filing fees. We are enclosing a self addressed stamped envelope for the return of the certified copy of the articles. If you should have any questions, please do not hesitate to contact us.

Sincerely,

Ana H. Yanks

Ana H. Yanks, paralegal to
Andrew M. Parish, Esquire

1ay
Enclosure

300.001707523
-02/06/96--01056--012
****122.50 ****122.50

FEB 9 1996

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 FEB -5 AM 9:32

FILED

ARTICLES OF INCORPORATION
OF
PRESTIGE TRADE SERVICES, INC.

FILED
96 FEB -5 AM 9:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
CORPORATE NAME

The name and mailing address of this Corporation shall be:

Prestige Trade Services, Inc.
3400 McIntosh Road
Building A Door 3
Fort Lauderdale, Florida 33316

ARTICLE II
DURATION

This Corporation shall have perpetual existence.

ARTICLE III
PURPOSE

The purpose of this corporation is to engage in any activities or businesses permitted under the laws of the United States and the State of Florida including doing business as a licensed customs broker.

ARTICLE IV
CAPITAL STOCK

This maximum number of shares which this Corporation is authorized to have outstanding at any time is One Hundred (100) shares of common stock having a par value of One (\$15.00) Dollar per share.

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this Corporation shall be located at 3400 McIntosh Road, Building A, Door 3, Fort Lauderdale,

Florida 33316, and the initial registered agent of this Corporation at such office shall be James Batalini, 3400 McIntosh Road, Building A, Door 3, Fort Lauderdale, Florida 33316, who upon accepting this designation, agrees to comply with the provisions of Section 48.091, Florida Statutes, as amended from time to time, with respect to keeping an office for service of process.

**ARTICLE VI
PLACE OF BUSINESS**

The principal place of business of this Corporation shall be 3400 McIntosh Road, Building A, Door 3, Fort Lauderdale, Florida 33316.

**ARTICLE VII
INITIAL BOARD OF DIRECTORS**

The initial Board of Directors shall consist of two (2) members. The number of Directors may be increased or diminished from time to time by vote of the stockholders, but in no case shall the number of directors be fewer than one (1). The name and address of the directors constituting the initial Board of Directors is:

<u>Name</u>	<u>Address</u>
James Batalini President/Treasurer	3400 McIntosh Road Building A, Door 3 Fort Lauderdale, Florida 33316
Maria Batalini Secretary	3400 McIntosh Road Building A, Door 3 Fort Lauderdale, Florida 33316

**ARTICLE VII
INCORPORATOR**

The name and street address of the person signing these

Articles of Incorporation is:

Name

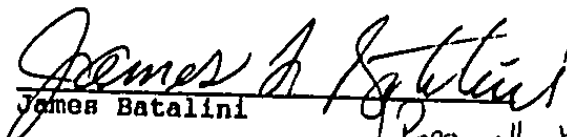
James Batalini

Address

3400 McIntosh Road
Building A, Door 3
Fort Lauderdale, Florida 33316

**ARTICLE IX
INDEMNIFICATION**

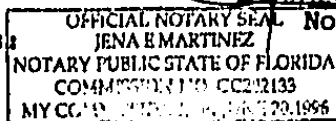
This Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.


James Batalini (Personally known to me)

STATE OF FLORIDA)
COUNTY OF DADE) SS:

The foregoing Articles of Incorporation of Prestige Trade Services, Inc., were acknowledge before me this 29th day of January, 1996, by James Batalini, Incorporator.

My Commission Expires:




Notary Public

Pursuant to Florida Statutes §48.091, Prestige Trade Services, Inc., desiring to organize under the laws of the State of Florida, hereby designates James Batalini, as its registered agent to accept service of process within the State of Florida.

ACCEPTANCE OF REGISTERED AGENT

Having been made to accept service of process for Prestige Trade Services, Inc., at the place designated above in the Articles of Incorporation, to act in this capacity and agrees to comply with the provisions of Florida Statute 48.091.

Date: 1-23-96

James F. Batalini
James Batalini

FILED
96 FEB -5 AM 9:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA